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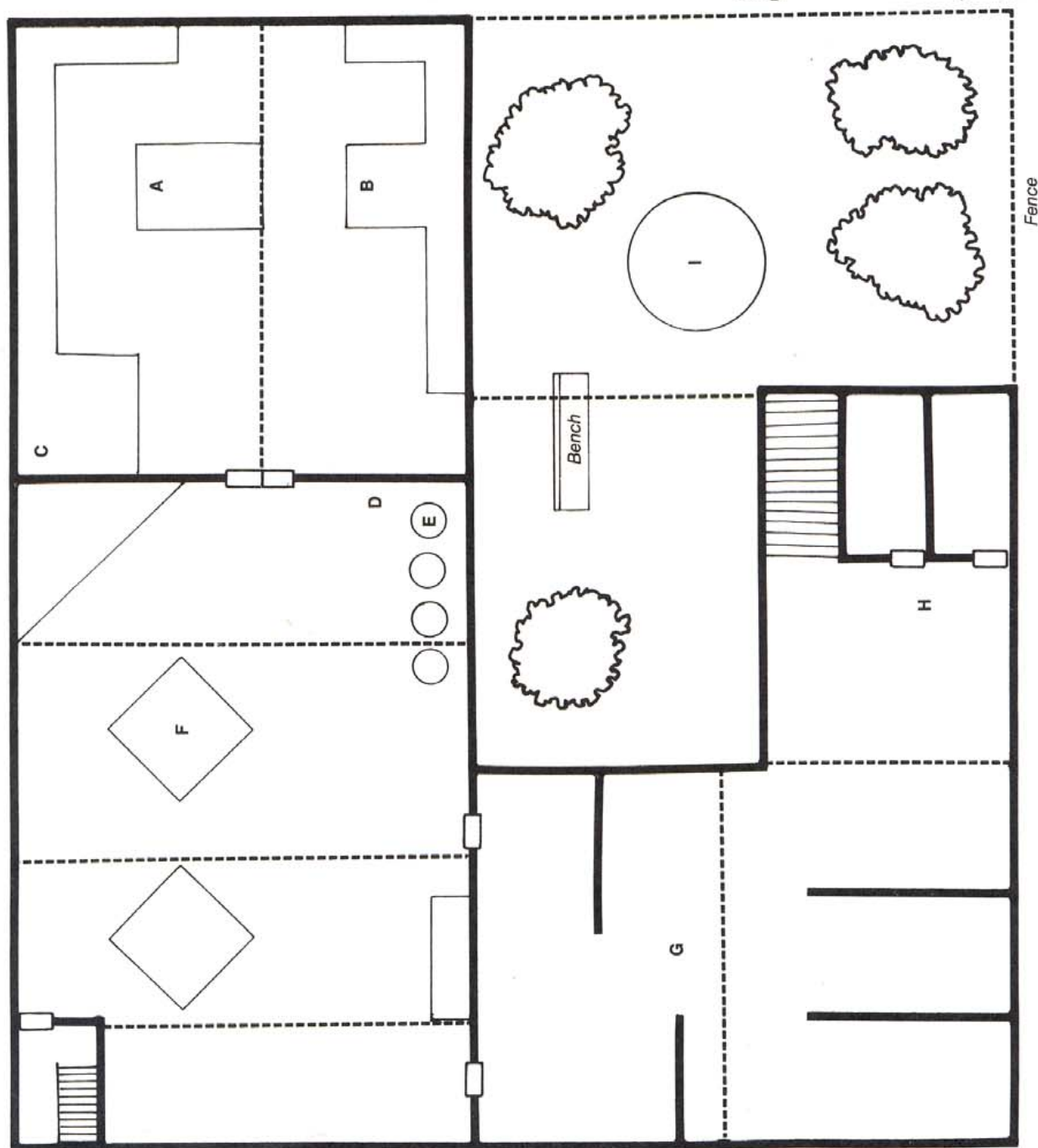
BAGLEY
ROMITA

THE GRANDMASTERTM LOG

by Scott Davis

Williams' Museum, 2nd Floor

- A - Symkarian Crown Jewels
- B - Other Symkarian treasures
- C - Sandman hiding under table
- D - Silver Sable's position
- E - Ancient styles of columns
- F - Large architectural models
- G - Drawing Gallery
- H - Bathrooms
- I - Large metal sculpture





WEBS: The SPIDER-MAN Dossier The GRANDMASTER Log

by Scott Davis

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Introduction

Crossing the depths of Infinity in search of contests worthy of me, I contemplate future games, appropriate pawns, and all outcomes of limitless contingencies. I am an Elder of the Universe, I am immortal. I am the Grandmaster, the universal master of games of chance. I have defeated the likes of beings mere humans have not the intellect to comprehend.

The denizens of the third planet from Sol provide excellent pieces for my cosmic matches. Upon my drifting abode, my thoughts often turn to the human known on his world as Peter Parker, and of the beings that congregate around his costumed identity of Spider-Man.

Many are the matches that this Spider-Man, his friends, and his foes could provide me.

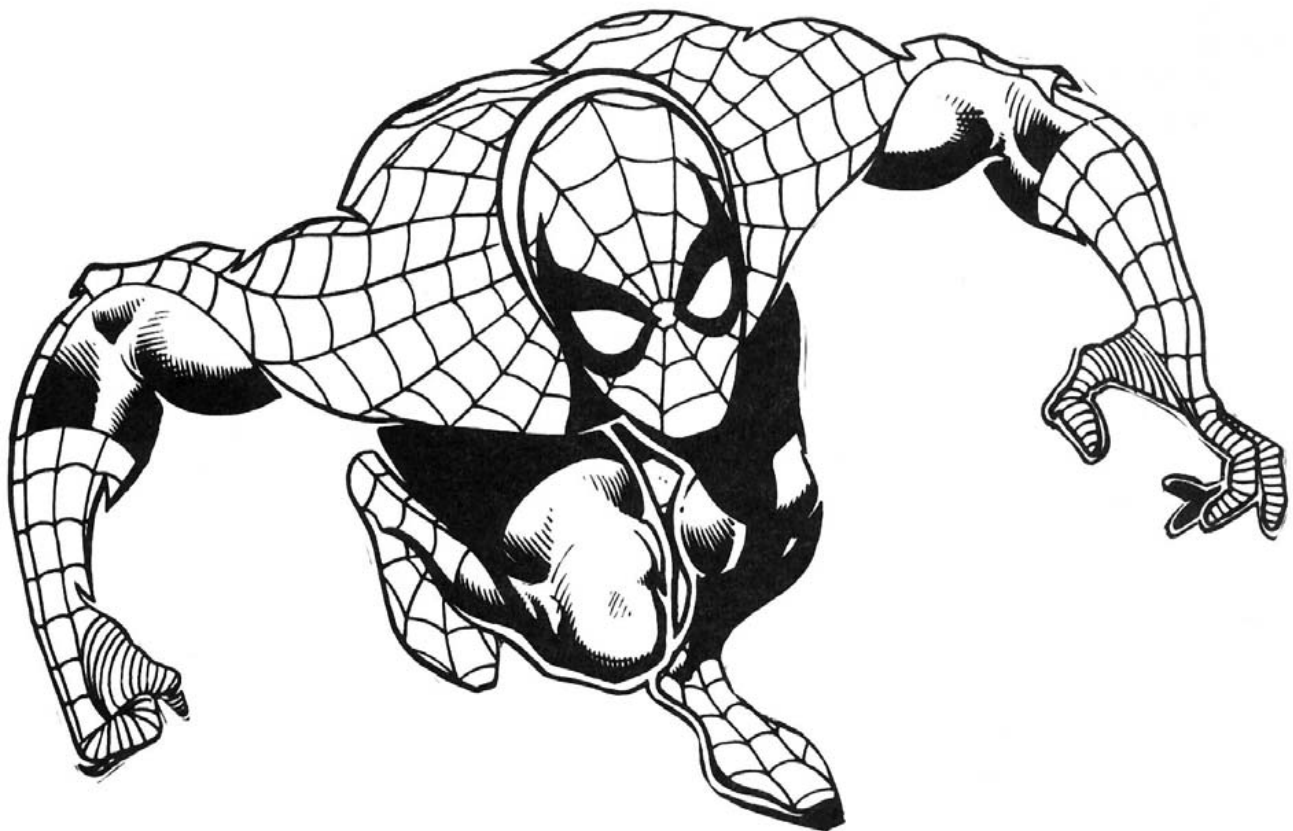
In preparation for such future contests, I've compiled the following information about the allies and enemies of Spider-Man. A host of interesting and varied individuals surround the arachnid adventurer, many who would make wonderful pawns, and even a rook or two, in upcoming campaigns.

A sample week in the life of one of your Earthly cities has been included in this log, for you to test your own heroic meddle against some of Spider-Man's greatest foes. Play to the best of your abilities, and learn the lessons that will aid you in the

future.

Study the entries in this log with patience and care, for human minds cannot guess when or where I, the Grandmaster of the Universe, shall require the services of your like again. Knowledge of your enemy's powers and tactics greatly alters the odds of survival to your favor.

Conversely, you may be called to defend your world against me and my chosen pawns. Woe to you if you are among this globe's defenders when a match beckons. Who among you are prepared for the greatest test of your existences, who among are ready to take up the gauntlet of the Grandmaster, the greatest gamesman in the universe?





Spider-Man and Peter Parker

Spider-Man is the epitome of the word hero in the MARVEL UNIVERSE. Faced time and again with impossible odds and hopeless situations, the man known as Peter Parker perseveres for, as he has learned, with great power there must also come great responsibility.

Spider-Man

F	A	S	E	R	I	P
RM	AM	IN	IN	EX	GD	IN
30	50	40	40	20	10	40
Health: 160			Karma: 70			
Resources: TY			Popularity: 30			

Real Name: Peter Parker

Occupation: Freelance photographer, Adventurer.

Identity: Secret.

Legal Status: Citizen of the U.S. with no criminal record.

Other Known Aliases: None.

Place of Birth: Queens, New York City.

Marital Status: Married.

Known Relatives: Mary Jane Watson-Parker (wife), Richard Parker (father), Mary Parker (mother), Benjamin Parker (uncle, deceased), May Parker (aunt), Philip Watson (father-in-law), Gayle Watson-Byrnes (sister-in-law), Tommy and Kevin Byrnes (nephews)

Base of Operation: New York City.

Group Affiliation: Spider-Man is a reserve Avenger and he has worked with Silver Sable's organization on occasion.



KNOWN POWERS

Wall-Crawling: Spider-Man can crawl on vertical and horizontal surfaces with Amazing (50) ability.

Combat Sense: Spider-Man has a Combat Sense of Amazing (50) ability that works all the time. When this sense is activated, a mental "buzzing" alerts Spider-Man of the potentially dangerous situation. The intensity of the sense depends upon the amount of danger he with which he is being threatened. While his Combat Sense is working, Spider-Man cannot be blindsided, and he may make defensive actions if he makes a successful Intuition FEAT. If his sense has been nullified, then his Intuition is as listed, and all Agility FEATs are at -1CS.

Equipment

Web-Shooters: Spider-Man has a device on each wrist that fire a web-like chemical formula. The webbing is of Incredible (40) material strength in the round it is fired, and hardens into Monstrous (75) strength in the next round. This webbing is used by Spider-Man for travel (three areas/round), for restraining opponents, for temporarily blinding them, and for creating a variety of objects:

- Web Shield: Monstrous (75) material strength.
- Web Parachute.
- Web Hang Glider: Typical (6) air speed.
- Web Missiles: Excellent (20) Blunt Attacks damage with a three-area range.



Spider-Tracer: Spider-Man has created a small homing device shaped like a spider that sets off his Spider Sense if he is within a mile of the tracer. He can track these tracers with Amazing (50) accuracy up to a mile away.

Spider-Light: Spider-Man has a small belt-light that projects a spider symbol as a means to intimidate his opponents. The light is of Good (10) intensity.

Web Cannons: Recently, Spider-Man concocted a large gun of Excellent (20) rank material, capable of firing his webbing over one whole area, trapping anyone in the area. The Web Cannons have a range of one area. The cannon has a weakness in that the connections are only made of Good (10) rank material and can easily be broken, covering the user in a large mass of webbing. This weakness may have been fixed by the next time this weapon is used, however.

Spider-Mobile: Johnny Storm, a.k.a. the Human Torch, gave Spider-Man a red-and-blue dune buggy-type vehicle, adorned with spider symbols. The vehicle has the following statistics.

Body	Control	Speed	Protection
TY	TY	GD	PR

(Unknown to Johnny Storm, Spider-Man had never driven a car in his life. The only vehicle that Spider-Man was familiar with is a motorcycle, that he had driven in his college days. Soon, the unlikely Spider-Mobile was driven off a pier and Spider-Man wrote off the idea of ever reviving the car.)

TALENTS: Peter Parker is a

graduate student in chemistry with a strong background in physics. He is also able to support himself through his photography.

CONTACTS: Peter Parker has contacts with the Daily Bugle staff and members of Empire State University's faculty. Although Spider-Man is a loner by inclination, he has developed friendly contacts with most American-based super heroes, including the Fantastic Four, the Avengers, and Daredevil. A few of these people know his secret identity including Matt Murdock (Daredevil), Felicia Hardy (Black Cat), and Mary Jane Watson-Parker.

IN BRIEF: Peter Parker is a man driven by an overriding sense of responsibility. After he first gained his powers, he had the chance to stop a thief by just slowing the running man down. Concerned only with his own interests, he allowed the man to escape. Shortly thereafter, Peter discovered that the man he could have stopped killed his Uncle Ben. At that moment, Peter soon realized that with great power comes great responsibility, and he has lived by that motto since that pivotal moment in his life.

As Spider-Man, he cracks jokes and banters with his opponents as a release of tension, and as a way to keep them off-guard. Spider-Man is careful with his power, usually pulling his punches unless he knows that his opponent is extremely dangerous or has super powers of his own.

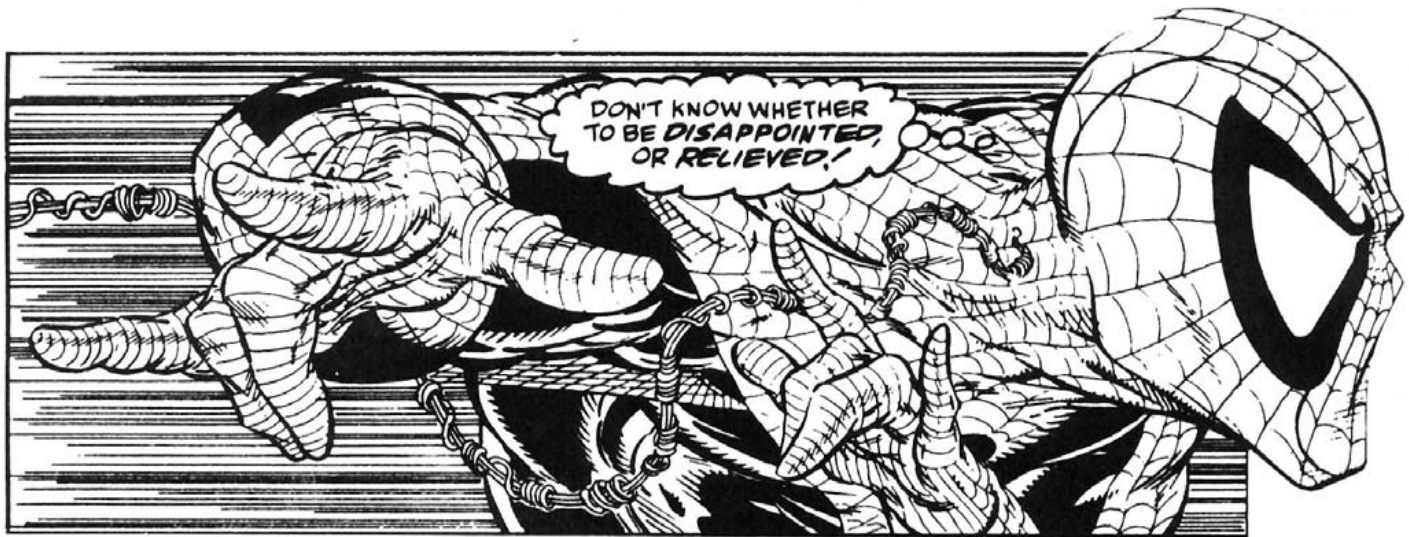
**Alternate
SPIDER-MAN Statistics**

Throughout his career, Spider-Man has undergone some extreme, albeit temporary, changes. Some of these changes were quite drastic, such as Peter Parker with the augmented powers of the mysterious Captain Universe. Others were caused by natural changes such as age. As Peter has grown, he has matured physically. This is taken into account in Spider-Man's current statistics, but we are also presenting his original power levels. These transformations and Spider-Man's altered statistics are shown in the following section.

The Original SPIDER-MAN
Peter Parker has grown much in the years since he gained his powers, both physically and emotionally. Here are his statistics for his first few classic years of adventuring.

F	A	S	E	R	I	P
EX	IN	RM	RM	GD	GD	IN
20	40	30	30	10	10	40
Health: 120				Karma: 60		
Resources: TY				Popularity: 10		

Six-Armed SPIDER-MAN
For a short period of time, Spider-Man actually resembled a spider in the manner that he grew four extra arms. In an effort to remove his powers, Peter caused two more sets of arms to grow from his torso, below his original arms. This condition only lasted for a brief period, but it is still worthy of a description. What if Peter Parker



hadn't been able to rid himself of his extra arms?

F	A	S	E	R	I	P
RM	RM	IN	IN	EX	GD	IN
30	30	40	40	20	10	40
Health: 135				Karma: 70		
Resources: TY				Popularity: 5		

Weaknesses: The two pair of arms that Spider-Man had gained hindered him more than helped him. He had trouble adjusting to the two new appendages he had on both sides of his chest. If the condition had lasted longer, however, his statistics could be raised to their pre-arms levels, and Spider-Man would have two extra attacks per round.

Cosmic SPIDER-MAN

For another more recent period in

Spider-Man's tumultuous life, he was granted the powers of Captain Universe, giving him an extreme amount of power. He was given these powers to defeat a powerful threat to the world, and after he accomplished that feat, the powers left him. For a while there, Spider-Man was a able to spar with Goliath, the Brothers Grimm, Titania, Graviton, and the Trapster all at once and come out on top. With these powers, he even knocked the Hulk into orbit!

It should be noted that Spider-Man was still exploring the extent of his new powers when they were taken away from him.

F	A	S	E	R	I	P
RM	MN	SZ	IN	EX	GD	UN
10	75	500	40	20	10	100
Health: 645				Karma: 130		
Resources: TY				Popularity: 30		

KNOWN POWERS

He has all his usual powers with the following additions:

Body Armor: Unearthly (100)

Kinetic Bolt: Unearthly (100) Force damage with a 10-area range.

Penetration Vision: Unearthly (100) with a 10-area range.

Telescopic Vision: Unearthly (100) intensity and range.

Molding/Animate/Molecular

Conversion: Unearthly (100) ability, but he must be touching the objects that he affects with this power.

Spider Sense: His Combat Sense has been enhanced to Unearthly (100) rank and now includes super hearing. In combat, his Spider Sense sometimes threatens to overload his



senses and distract him. Every round this Spider Sense is activated, Spider-Man must make a successful Reason FEAT roll to avoid his having his Intuition fall to Typical (6) for that round.

Plasma Bolt: Unearthly (100) rank with a 10 area range.

Flight: Remarkable (30) air speed (15 areas per round)

Light Flash: Remarkable (30) intensity with a two-area range.

Spider-Hulk

Spider-Man was once irradiated with bio-energy of the Hulk, which caused him to change into a Spider-Hulk for short periods of time. He was eventually cured of the condition and no aftereffects of the transformations have been seen.

F	A	S	E	R	I	P
RM	RM	AM	AM	TY	GD	GD
30	30	50	50	6	10	10
Health: 160				Karma: 26		
Resources: PR				Popularity: 0		

KNOWN POWERS

Alter Ego: While under the influence of the bio-energy, Spider-Man underwent a transformation into the Spider-Hulk when he was shocked or stressed. His intelligence dropped as his strength went up. Only upon falling asleep did he undergo the change back to Spider-Man.

Spider-Lizard

In an event similar to the one that created the Spider-Hulk, Spider-Man absorbed radioactive feedback from a portable enervator, which caused him to transform into the Spider-Lizard. In this form, he

operated only on the most basic, bestial instincts, attacking anything he met. Dr. Curt Connors, the Lizard's alter ego, finally cured Spider-Man of this affliction.

F	A	S	E	R	I	P
RM	IN	AM	AM	PR	GD	GD
30	40	50	50	4	10	10
Health: 170				Karma: 24		
Resources: PR				Popularity: -5		

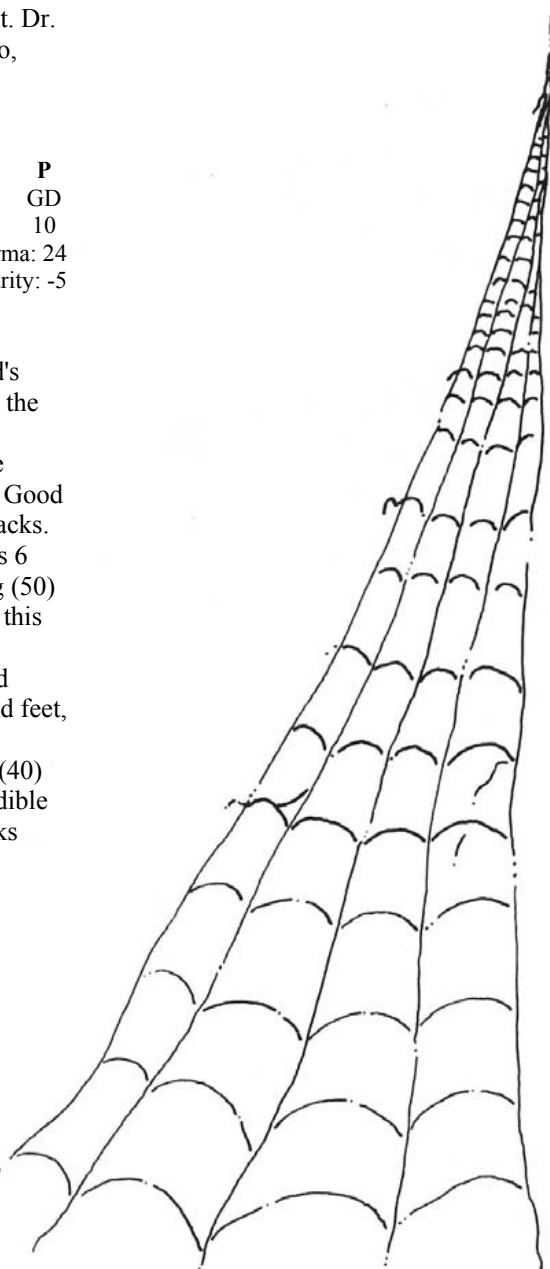
KNOWN POWERS

Alter Ego: All of the Spider-Lizard's powers are only applicable when the Lizard is dominant.

Body Armor: The tough skin of the Spider-Lizard provides him with Good (10) protection from physical attacks.

Tail: The Spider-Lizard can use his 6 1/2' tail to attack, doing Amazing (50) damage. He is +1CS when using this attack.

Wall-Crawling: Using the pads and retractable claws on his hands and feet, the Spider-Lizard can adhere to vertical surfaces with Incredible (40) ability. Also, he can inflict Incredible (40) damage on the Edged Attacks column.





SPIDER-MAN Supporting Cast

The life and stories of Peter Parker would not be the same without his rich and varied supporting cast. From his Aunt May to his friends and co-workers, the foundation provided by these people is the real strength of Spider-Man's popularity. The supporting cast is as important to Spider-Man's life as are his actual powers and super-powered foes. Any campaign that includes Spider-Man must have some interaction with these folks, if only in a cameo role. These people are Peter Parker's friends and co-workers, not all allies who follow him into battle. Hence, only characters who normally take part in such dangerous activities have games statistics been included here.

Relatives

Richard and Mary Parker

Peter Parker's natural parents have returned to New York City. It would appear that their "deaths" via a plane crash years ago were faked and they were actually held as prisoners all these years. How their relationship with Peter will develop is unknown, but they are now as of this writing, a very important part of his life.

May Reilly Parker

May Parker was widowed on the night that the hero Spider-Man was born. Her husband Ben was shot and killed by a burglar, a man that her nephew, Peter Parker, could have stopped days before in the guise of Spider-Man.

May has lived off of her Social Security checks and occasional help

of Peter ever since that night. She is a plucky woman who has endured much hardship in life, yet she continues to look on the positive side of events.

One of the reasons that Peter Parker keeps Spider-Man's identity a secret is to protect his aunt. He believes that the revelation would be too much of a shock for her system to take. May has always professed an intense dislike for Spider-Man until very recently, when the web-slinger saved her and Mary Jane from the criminal Vulture.

Mary Jane Watson-Parker

MJ is a successful model and soap-opera actress, and she has overcome much adversity to be where she is today. Her childhood was marred by a cruel father who physically abused his wife. To cope with the problems at home, Mary Jane created a party-girl personality for all her friends at school. She was always happy on the outside, with her motto of "never miss a good time."

After her mother's death, she moved to New York City and lived with her Aunt Anna. It was at this time that she got involved with Peter Parker, Gwen Stacy, and the other members of that crowd.

Peter and Mary Jane became friends over time, with Peter never guessing Mary Jane's secret knowledge. Mary Jane Watson was the first person to learn of Peter Parker's dual identity, but she kept the information to herself for years.

After Gwen Stacy died, Peter and MJ started dating and Peter actually asked her to marry him, but she

refused. Not long after the proposal, MJ left Peter's life for a time.

When they finally got back together, she revealed to Peter that she had known his secret all along and she told him of her past, something she had never confided to anyone else. Building on this foundation of trust, they became man and wife.

MJ is currently employed as an actress on the soap opera, Secret Hospital.

Friends & Co-workers

Elizabeth "Liz" Allen

Liz Allen is a high-school friend of Peter Parker, who eventually married his best friend, Harry Osborn. In the early years of Spider-Man's career, Liz and Peter felt affection for one another, but nothing beyond friendship ever came of the relationship.

She and Harry have a son, Norman, and her brother is Mark Raxton, the former criminal known as the Molten Man.

Lance Bannon

Lance is a freelance photographer for the Daily Bugle. He and Peter's relationship started out rough, because they both were competing for the same assignments. Recently however, Peter and Lance have been more amicable towards one another, even though they are still competing for assignments.

Betty Brant-Leeds

Betty is Kate Cushing's secretary, and has been involved both in the life of both with Peter Parker and his



costumed counterpart since the beginning of his career. She was the secretary for the Daily Bugle's publisher J. Jonah Jameson when she first met freelance photographer, Peter Parker. A budding romance with Peter was cut short when her brother was killed in a fight in which Spider-Man was a participant. From that point on, she dreaded the idea of Peter exposing himself to danger just to take photographs. Realizing that if Betty couldn't even accept the dangers associated with photojournalism, she would never consider a life with Spider-Man, so Peter cooled his relationship with her. The relationship was ended completely when a rival for Betty's attentions entered the picture, reporter Ned Leeds.

Betty eventually married Ned, and had a somewhat stormy relationship with her husband until his recent death. Unknown to her, Ned was the costumed villain known as the Hobgoblin, and he was killed as a result of his criminal activities.

Recently, after some difficult times getting over the death of Ned, she has returned to work at the Daily Bugle as the City Editor Kate Cushing's secretary.

Katherine "Kate" Cushing

Kate Cushing is the City Editor for the Daily Bugle, although she is currently on the "outs" with the Bugle's publisher, J. Jonah Jameson.

She is in charge of assigning stories and photographers for the paper, and she is not very fond of Peter Parker's work or attitude.

Gloria "Glory" Grant

Glory is J. Jonah Jameson's secretary. She and Peter Parker are good friends but she carries a strong hatred of Spider-Man. The man she was in love with was Eduardo Lobo, a criminal who happened to be a werewolf whom she shot while he and Spider-Man were fighting. In fact, she was aiming for Spider-Man but missed, and blames the web-slinger for her love's death.

J. Jonah Jameson

JJJ is the Publisher of the Daily Bugle, NOW and Woman Magazines.

Jolly Jonah, as his employees occasionally call him (but never to his face) has been the publisher of the Daily Bugle for at least as long as Peter Parker has been wearing his Spider-Man suit. Jonah has consistently maintained an adversarial viewpoint about costumed adventurers in general and Spider-Man in specific. Jameson has been against Spider-Man since the web-slinger's first public appearance on television, and he isn't shy about letting his opinions be known to his readership. The Daily Bugle led a campaign against Spider-Man for many years, decrying the costumed adventurer's actions in bold headlines on page one. Even if Spider-Man had saved the lives of many people, the Bugle somehow put a twist on the story that placed the hero in an unflattering way.

Over the years, Jonah has hired many people specifically to discredit Spider-Man, even going as far as commissioning an inventor to create a robot to fight Spider-Man that Jameson

could control from a remote location.

Currently, Jameson is married to Dr. Maria Madison and has a grown son, John Jameson, a former astronaut.

Joy Mercado

Joy is a reporter for NOW Magazine, and has shared many story assignments with Peter Parker, not all of them on friendly terms. Because of his costumed responsibilities, Peter is forced to leave scenes of danger and excitement to change and help the situation as Spider-Man. When he was paired with Joy, she didn't appreciate being left alone to cover the news without her photographer, no matter how good his work turns out. She regarded Peter as totally unprofessional, therefore putting a strain on their relationship from the start. Since their first few assignments, Joy and Peter have worked out most of their difficulties.

Harold "Harry" Osborn

Harry first encountered Peter Parker in college and held an instant dislike for the distant bookworm. He got over that first impression and they became close friends, eventually sharing an apartment together.

Harry is currently married to Liz Alien and has a young son, Norman.

Harry's father was the original Green Goblin, starting a tradition that Harry has unfortunately carried on. Harry became addicted to drugs in his college years, but was helped through that time by his friends and counseling.

When he witnessed his father's



death, as the Green Goblin, during a battle with Spider-Man however, his delicate mental state broke and Harry spiraled into the depths of madness, taking up his father's ways.

Spider-Man defeated the new Goblin, but it took years for Harry to cope with his problems. He eventually recovered, married, took over Osborn Industries, Inc., and had a son.

The specter of the Green Goblin wouldn't let him go however, and he has currently reverted to his evil persona.

Joe "Robbie" Robertson

Robbie is the Editor-in-Chief of the Daily Bugle and hence, is the editorial second-in-command of that paper. Robbie has long been the voice of reason in the office, offsetting his publisher's rigid ideas. He tries to produce a polished, even-handed paper, and has cut back on the stories and scathing editorials against Spider-Man.

Recently, Robbie was sentenced to jail for withholding knowledge of a murder for more than twenty years. A boy Robbie had known in high school, Lonnie Lincoln, was a hit man for the mob. When the young Robertson stumbled upon Lincoln, now known as Tombstone, strangling and killing a mob informant, he kept the incident secret to protect his family.

Finally, Robertson broke that silence and confronted Tombstone. Tombstone almost killed Robbie but the reporter persisted and got the charge to stick in court. Tombstone was sent to jail. Unfortunately, the

FLASH THOMPSON™

judge didn't look kindly upon a newsman withholding evidence of a felony crime and sentenced Robbie to the same prison as Tombstone. Eventually, he was pardoned and released.

Eugene "Flash" Thompson

Flash was always the big man on campus, whether in high school or college. Since the early days of Spider-Man's career, Flash has been Spidey's staunchest supporter, even donning a Spider-Man costume to prove his web-slinging hero's doubters wrong. As much as he liked Spider-Man, he equally disliked Peter Parker. The two were rivals throughout high school and college, but the situation changed when Flash returned from his tour of duty in Vietnam.

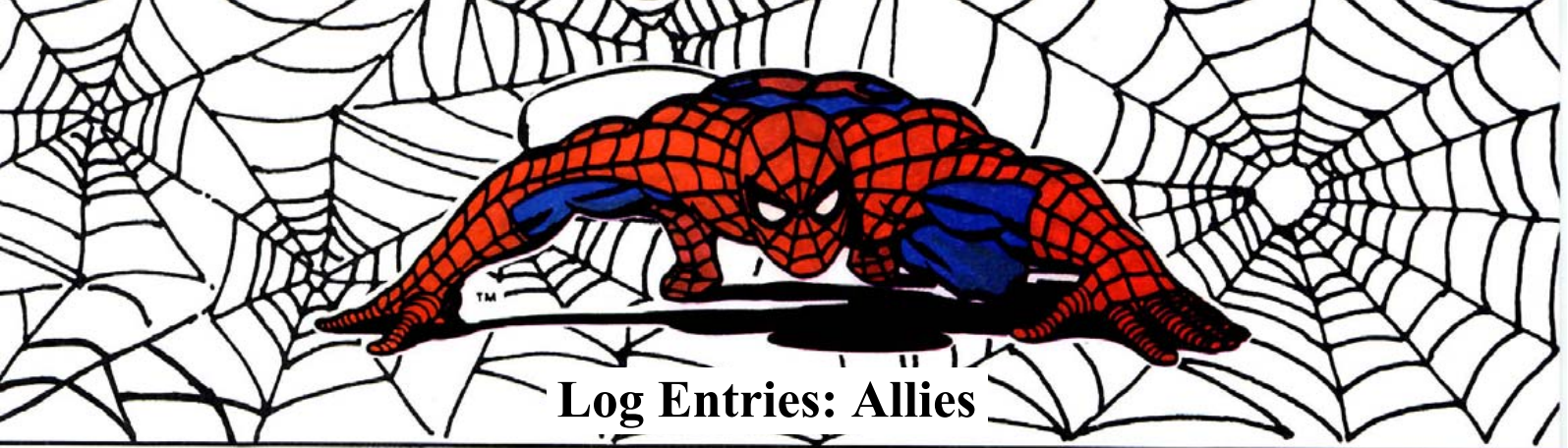
His time in the military service matured Flash, and when he returned to the U.S., he and Peter became good friends, a friendship that has lasted to this day.

Because of his closeness to Peter Parker, and therefore, Spider-Man, Flash has had a complicated and tumultuous life. In the recent past, he was framed as the Hobgoblin (but has since been cleared of that charge) and is dating Felicia Hardy, otherwise known as the Black Cat. Flash doesn't know about Felicia's dual identity. Flash currently is in training as a boxer and helps young children at the gym.



JOE "ROBBIE" ROBERTSON™





BLACK CAT

Felicia Hardy
Former Cat Burglar, Adventurer

F	A	S	E	R	I	P
GD	AM	TY	EX	GD	GD	EX
10	50	6	20	10	10	20
Health: 86			Karma: 40			
Resources: TY			Popularity: 2			

KNOWN POWERS

The Black Cat's powers have changed through her career. Former powers include the following:

Luck Manipulation: Felicia unconsciously created a probability-altering field around her, causing bad luck to befall all who attacked her. The bad luck usually manifested itself in spectacular ways, always protecting her.

Her current powers are:

Infravision: Excellent (20) rank.

Claws: The Black Cat has claws made of Excellent (20) material strength. They inflict Excellent (20) Edged damage.

Grapple Line: The Black Cat has a thin metal wire (Excellent (20) material) ending in a cat claw that is fired from the back of her wrist and is used as a swing line.

TALENTS: Martial Arts A, E, Acrobatics, Tumbling, Espionage, and Tightrope Walking.

IN BRIEF: In the past, Felicia Hardy was always looking for the exciting life. Excitement is what first attracted her to Spider-Man, but when the relationship went beyond their costumed identities, there was no common ground. The

relationship between the two ended, not very amicably.

By the time Felicia re-entered Peter Parker's life, he had gotten married to Mary Jane Watson. In retaliation for this, Felicia started dating Flash Thompson to get back at Peter. She intended to make Flash, a friend of Peter's, love her, then break his heart. However, the relationship with Flash has become more serious than she had expected. She has grown to like, and maybe, love him.

After saving Spider-Man's life when he was powerless for a time, the two heroes are now on amicable terms again.

CLOAK AND DAGGER

Recently, both Cloak's and Dagger's powers went through a transformation when the evil entity, D'Spayre, revealed to them that he had placed a dark and light entity into them when they first exhibited their powers. These creatures gave Cloak and Dagger some of their powers, such as Cloak's Darkforce and Dagger's Healing light.

D'Spayre, in an attempt to demoralize the heroes, withdrew the dark and light beings from Cloak and Dagger. In the ensuing moments, their powers evolved and the new Cloak and Dagger were born.

They are still fighting the war against drugs in all its forms.

CLOAK

Tyrone Johnson
Vigilante

F	A	S	E	R	I	P
TY	GD	EX	IN	TY	EX	GD
6	10	20	40	6	20	10
Health: 76			Karma: 36			
Resources: PR			Popularity: 5			

KNOWN POWERS

Gateway: Cloak has the Unearthly (100) ability to create an opening to the void contained within his cloak. Currently, it is only a dark void, where captives must face themselves in the darkness.

Teleportation: Cloak is able to teleport to any other point on the globe by stepping through his cloak and emerging from the void at another spot on Earth. He is able to bring other people along with him or can send other people through while his physical form stays on Earth. In the past, he teleported an entire train a short distance.

Elongation: Cloak can reach up to one area away with his cloak, that acts as an extension of his body.

TALENTS: None.

IN BRIEF: Tyrone is a timid, shy person who along with Tandy Bowen, was captured by Maggia thugs and experimented on with a new form of addictive drug. Instead of killing them, as it had the other subjects, Tyrone and Tandy were endowed with the powers of Cloak and Dagger. They have since used their powers to fight a drug war of their own, destroying the people who deal drugs and trying to cure the addicted children that they meet.



BLACK CAT™



CLOAK AND DAGGER™



FROG-MAN™



MADAME WEB™



PROWLER™



PUMA™





DAGGER

Tandy Bowen

F	A	S	E	R	I	P
EX	EX	TY	RM	GD	GD	GD
20	20	6	30	10	10	10

Health: 76
Resources: FE
Karma: 30
Popularity: 5

KNOWN POWERS

Light Generation: Dagger can create Remarkable (30) intensity light that fills up to two areas. Opponents caught in this light must make an Endurance FEAT or be Stunned. Any attacks made against the glowing form are -2CS to hit her.

Light Knives: Dagger is able to create solid light daggers that do Excellent (20) Edged damage. She can throw four daggers/round at up to four different targets if she so desires. These daggers dissipate one round after they leave Dagger's hand.

Light Shield: Dagger is able to generate a shield of light around her that provides Excellent (20) protection from physical and Force attacks.

TALENTS: Acrobatics, Tumbling, and Martial Arts C.

IN BRIEF: In this duo, Tandy is the more light-hearted, offsetting the seriousness of Cloak. She sometimes wishes for a normal life, but realizes that the good done by Cloak and Dagger is necessary.

FROG-MAN

Eugene Paul Patillio
College Student, Occasional Adventurer

F	A	S	E	R	I	P
PR	PR	PR	GD	TY	PR	TY
4	4	4	10	6	4	6

Health: 22
Resources: PR
Karma: 16
Popularity: 3

KNOWN POWERS

Leaping: Frog-Man wears a suit with electronically-controlled springs in the feet that give him Unearthly (100) Leaping ability (100' up or across). Eugene is inexperienced with the use of the frog suit and must make an Agility FEAT roll to stop or he continues to leap out of control. He must continue trying to make Agility FEAT rolls until he succeeds. When bouncing around out of control, Frog-Man is -2CS to be hit and is +1CS to hit when Charging.

Body Armor: The suit provides Eugene with Good (10) protection from physical and Force damage.

TALENTS: None.

IN BRIEF: Eugene wants desperately to be a famous super hero and is eager to prove himself any chance that he gets. He is trying to continue the "Frog" tradition of his family, as his father was the minor villain known as the Leap-Frog.

MADAME WEB

Cassandra Web
Professional Medium

F	A	S	E	R	I	P
FE	FE	FE	FE	TY	GD	MN
2	2	2	2	6	10	75

Health: 8
Resources: TY
Karma: 91
Popularity: 0

KNOWN POWERS

Precognition: Because a wide variety of events affect the future, any divination of the future is impossible to do accurately. Madame Web is able to see various futures in her vision and the ones that are most probable appear more luminous than others. She must be in contact with a person or object to use this power.

Postcognition: She has the Incredible (40) ability to see into the recent past of a person or object. Madame Web must make a successful Power rank FEAT roll with the color result determining the length of time that can be read.

- Green: Within one day.
- Yellow: Within one week.
- Red: Within one year.

Psionic Detection: This is a Remarkable (30) rank power that detects the use of paranormal abilities.

Telepathy: Madame Web has the ability to communicate mind-to-mind at the Excellent (20) rank. This also includes the ability to read others' surface thoughts. Willing targets and those with Psyche scores lower than hers can be contacted with a green FEAT result. Subjects of equal Psyche require a yellow FEAT, while subjects with a higher FEAT or mental screening takes a red FEAT. Subjects who are unwilling and have a higher Psyche are impossible FEATs. Madame Web has developed a Power Stunt of using this ability as a Typical (6) intensity Mental Probe. The range of this power is 64 areas or about 1.5 miles.

TALENTS: None.

IN BRIEF: Cassandra Web's motivations have never been



revealed, but she has demonstrated great concern for people who have helped her. She has alluded that she has nurtured others with psychic talent along, but just who she has aided is unknown.

As an adult, Madame Web was stricken with the disease, myasthenia gravis, that slowly erodes the central nervous system. As the last act before he died, Madame Web's husband built her a life-support system that provides for all her vital functions. This machine has isolated her from normal society as she has to stay connected to it to stay alive.

Madame Web and Spider-Man have teamed up in the past to thwart an assassination and to prevent Madame Web's own death. In an encounter with the Juggernaut, Madame Web was disconnected from her machine by the villain. She survived, thanks to the swift action of Spider-Man, but she has lost all memory of her previous life. Included in that loss was the knowledge of Peter Parker's identity of Spider-Man.

PROWLER

Hobie Brown

Professional Technician, Occasional Adventurer

F	A	S	E	R	I	P
RM	GD	TY	TY	EX	TY	TY
10	10	6	6	20	6	6
Health: 32					Karma: 32	
Resources: GD					Popularity: 20	

KNOWN POWERS

Claws: The Prowler wears gauntlets made of Incredible (40) strength material, that inflict Good (10) Edged damage.

Wall-Crawling: The Prowler scales walls made of stone and concrete with Good (10) ability by using his claws. He leaves large holes where he has passed.

Flechettes: The wrists of his gauntlets fire small, diamond-shaped, metal flechettes that inflict Good (10) Edged, throwing damage.

Gas: Also in his gauntlets are gas canisters that can be fired at his opponents. They produce the following effects.

- Remarkable (30) potency knock-out gas.
- Weakness gas that affects all stats by -1CS if Endurance FEAT roll is failed by targets.
- Compressed Air blast for Remarkable (30) Force damage.
- Obscuring fog in one area that lasts for 1-10 turns. This is usually used for the Prowler to escape.

TALENTS: Martial Arts B.

IN BRIEF: Hobie has matured from a hot-headed kid into a level-headed adventurer. He is devoted to his friends and will go out of his way to help them in any way possible. Recently, he has been working with Silver Sable as a member of the group known as the Outlaws.

PUMA

Thomas Fireheart

Chief Executive Officer of the

Fireheart Enterprises, Mercenary

Human form

F	A	S	E	R	I	P
TY	GD	GD	GD	EX	GD	RM
6	10	10	10	20	10	30
Health: 36					Karma: 60	
Resources: IN					Popularity: 0	

Puma Form

F	A	S	E	R	I	P
RM	AM	IN	IN	EX	MN	RM
30	50	40	40	20	75	30
Health: 160					Karma: 125	
Resources: IN					Popularity: 15	

KNOWN POWERS

Alter Ego: Thomas Fireheart can transform himself into the Puma in two rounds. All the powers that Fireheart has are in the Puma form only.

Claws: Remarkable (30) material strength and Edged damage.

Hypersensitive Senses: Monstrous (75) sight, hearing, and smell.

Invulnerability: Good (10) resistance to physical and Force attacks.

Tracking: Monstrous (75) rank.

TALENTS: Business/Finance.

IN BRIEF: The Puma is the result of many generations of controlled breeding and mysticism by an American Indian tribe. He was bred with the sole intention of protecting the world from a being of infinite power who would pose a threat to the entire world. Not quite believing that prophesy, Thomas Fireheart used his hereditary powers as a mercenary. One of those missions was to kill Spider-Man, at the orders of the Rose.

The Puma traveled to New York



City where he battled Spider-Man twice. In the second battle, innocents were placed in danger, and while saving them, Spider-Man was injured. Upset at his own actions and impressed by Spider-Man's heroism, Puma departed. Soon after, the contract was rescinded and Puma returned to his home.

The being of infinite power was the Beyonder, whom Puma did battle. However, doubt entered his mind at the last moment, and the mystical energy that had infused his body seeped away, leaving the Puma defeated.

Displeased that he had sullied his honor by attacking an honorable man (Spider-Man), Puma vowed to square the debt in his own way. To that end, he gained ownership of the Daily Bugle and started a pro-Spider-Man campaign, trying to undo all the negative feelings the Bugle had fostered over the years.

Finally, Spider-Man and Thomas Fireheart confronted each other on a battlefield in the desert of Puma's native land. The end result of the encounter was that the two men parted as equals, impressed with each other's mettle. They did not part as friends, but neither as enemies either.

PUNISHER

Frank Castle (Castiglione)
Vigilante

F	A	S	E	R	I	P
AM	EX	GD	EX	TY	EX	TY
50	20	10	20	6	20	6

Health: 100 Karma: 32
Resources: GD Popularity: 5

KNOWN POWERS

Equipment

Body Armor: Kevlar vest providing him with Excellent (20) protection against physical and Force attacks.

M16 Assault Rifle: Range: seven areas; Damage: 10 points of Shooting damage; Rounds: 10.

Sterling Mk 6 Submachine Gun: Range: five areas; Damage: five (25 for burst of five bullets) points of Shooting damage; Rounds: 24.

Browning Autorifle: Range: five areas; Damage: 10 points of Shooting damage; Rounds: 14

Smith and Wesson .357 Revolver: Range: three areas; Damage: six points of Shooting damage; Rounds: 6.

Colt 45 Pistol: Range: three areas; Damage: five points of Shooting damage; Rounds: 10.

.223 Derringer: Range: two areas;

Damage: four points of Shooting damage; Rounds: 4.

Browning 9mm Pistol: Range: three areas; Damage: four points of Shooting damage; rounds: 14.

All of the firearms can be loaded with conventional ammo, dum-dum (+5 damage), or "mercy bullets" (Amazing (50) potency knock-out drug).

Gerber Mk II Combat Knife: Good (10) Edged Damage:

Grenades:

Concussion: Incredible (40) Force damage.

Explosive: Remarkable (30) damage to everyone in target area.

Tear Gas: Incredible (40) potency: victims must make an Endurance FEAT or be Stunned. Victims' Intuition decreases -3CS for 1-10 turns.

Battle Van: The Punisher has a battle van equipped with much of his gear,



PUNISHER™



ROCKET RACER™



SANDMAN™



and has the following statistics: Body: AM (50); Control: RM (30), Speed: RM (30), Protection: AM (50).

TALENTS: Martial Arts B, Firearms, and Military.

IN BRIEF: The Punisher is a man driven by his hatred for criminals, some of whom killed his family. He is often judge, jury, and executioner of people he deems as having broken the law. His obsession with his own brand of justice sometimes brings him into conflict with heroes who deem his actions as criminal. Frank Castle is a bitter man with no joy or happiness left in him.

ROCKET RACER

Robert Farrell
Student, Inventor, Occasional Adventurer

F	A	S	E	R	I	P
GD	EX	GD	EX	EX	GD	TY
10	20	10	20	20	10	6

Health: 60
Resources: PR

Karma: 36
Popularity: 0

KNOWN POWERS

Skateboarding: Incredible (40) rank skateboarding ability. While on his skateboard, Rocket Racer can perform Acrobatic feats and gains +1CS to his Agility and Endurance FEAT rolls.

Unique Vehicle: Rocket Racer rides a rocket-powered, magnetic skateboard. The board is controlled through a cybernetic system built into the Racer's headset, but the physical connection at the feet straps

between the Racer and the board needs to be maintained for the cybernetic link to function. The board propels him at Good (10) speed (four areas/round) and has a range of about 75 miles before running out of fuel. The board performs the following power stunt:

Wall-climbing: Special gyroscopes in the board allow the Rocket Racer to climb walls with Incredible (40) ability.

Weapons: The Rocket Racer's gloves are equipped with minirockets that explode with an Incredible (40) rank Force blast. This attack has a range of three areas. The gloves also perform the following stunt:

Rocket-powered Punch: Some of the minirockets have been designed to deliver a special punch, that gives the Racer +2CS to his Strength when striking a target. He can only perform this six times per encounter.

TALENTS: Biology, Chemistry, and Physics.

IN BRIEF: Farrell began his super-powered career as a villain not by choice but by circumstance. He stole to help his family meet their financial obligations. With Spider-Man's help, however, the Rocket Racer turned away from a life of crime and now fights on the side of the law. He currently works for Silver Sable as part of the super-hero group known as the Outlaws.

SANDMAN

William Baker
Ex-professional Criminal, Adventurer

F	A	S	E	R	I	P
RM	RM	IN	MN	TY	GD	RM
30	30	40	75	6	10	30

Health: 175
Resources: TY

Karma: 46
Popularity: 0

KNOWN POWERS

Mineral Body: Baker can transform his body into sand-like particles under his control.

Topology: Amazing (50) ability to reform his body at will and has been known to perform the following stunts:

- Create sand hammers doing Amazing (50) Blunt damage.
- Create Incredible (40) material strength cages.
- Phasing through openings with Remarkable (30) ease.
- Elongate up to two areas distant.

Body Armor: Amazing (50) protection against physical and Force attacks, Incredible (40) protection against most Energy attacks.

Sandblast: Incredible (40) Intensity Force attack with a range of two areas.

Molecular Conversion: Amazing (50) ability to transform normal sand into his special form.

Healing: Up to half his damage per day.

Weaknesses: Heat and flame attacks can fuse his body into glass. Incredible (40) intensity or better wind tears his body into helpless particles. Water-based powers of Monstrous (75) rank or water-based lifeforms absorb the Sandman into a mindless sludge.

TALENTS: None.

IN BRIEF: The Sandman began his career as a criminal but has since



WILL O' THE WISP™



SILVER SABLE™



WILD PACK™



mended his ways. He is trying to make amends for his past life and is fighting alongside the heroes battling crime. He works with Silver Sable and is a member of the super-hero team known as the Outlaws.

SILVER SABLE

Mercenary, Leader of the Wild Pack

F	A	S	E	R	I	P
RM	EX	GD	EX	EX	EX	GD
30	20	10	20	20	20	10
Health: 80			Karma: 50			
Resources: IN			Popularity: 20			

KNOWN POWERS

Weapons: Silver Sable employs a number of personal weapons, including:
Chai: This projectile does five points of Edged, throwing damage.
Katana: Her sword does 15 points of Edged damage.
Pistol: Excellent (20) Shooting damage with a range of three areas.
TALENTS: Martial Arts A, C, E, Leadership, Acrobatics, Business/Finance, Weapons Master.

IN BRIEF: Silver Sable leads the international mercenary group known as the Wild Pack. The group was formed in the country of Symkaria in order to hunt Nazi war criminals; the group is now the major source of outside income for Symkaria. Under Silver Sable International, the organization apprehends wanted criminals and recovers stolen property for a wide spectrum of clients, from major insurance companies to small nations.

Recently, Silver Sable has been using more super-powered agents and has organized a group called the Outlaws, which consists of the Prowler, Sandman, Rocket Racer, and Will O' Wisp; all people who have been considered wanted by the law at some point in their careers.

WILL O' THE WISP

Jackson Arvad
Former Scientist, Reluctant Adventurer

F	A	S	E	R	I	P
GD	EX	IN	AM	EX	GD	GD
10	20	40	50	20	10	10
Health: 120			Karma: 40			
Resources: PR			Popularity: 0			

KNOWN POWERS

Density Control-Self: Will O' The Wisp has Remarkable (30) control over his own density. He can increase his density enough to give himself Remarkable (30) body armor or decrease it so that physical objects pass through him. He can also solidify parts of his body while the rest remains intangible.
Phasing: He can phase through solid objects with Remarkable ability.
Flight: At minimum density, he can fly at Typical (6) air speed (six areas/round). Moving at Feeble (2) speed or faster, Will O' The Wisp appears as a glowing ball of light. He can't carry anything while flying.
Hypnosis: A light from his chest can hypnotize his opponents at Remarkable (30) ability. The victim can roll a

Psyche FEAT to try to resist the Remarkable (30) hypnosis.
Cybernetic Manipulation: While intangible, Will O' The Wisp can take over cybernetic systems used by many villains. This is done at Remarkable (30) ability and Will O' The Wisp must make a Red FEAT roll to use this power.
TALENTS: Physics, Computers, Electronics, and Repair/Tinkering.
IN BRIEF: At the beginning of his life as Will O' The Wisp, Arvad's only goal was to exact his revenge upon the Brand Corporation for turning him into a freak. He was obsessed with this goal and performed unheroic actions to accomplish his objective. Now that he feels he has gotten his revenge, Will O' The Wisp has been helping the super group known as the Outlaws, but as to where he exactly stands in the spectrum of good and evil has yet to be revealed.





BEETLE

Abner Jenkins
Professional Criminal

F	A	S	E	R	I	P
GD	GD	RM	EX	EX	RM	TY
10	10	30	20	20	30	6
Health: 70			Karma: 56			
Resources: EX			Popularity: -10			

KNOWN POWERS

All of Abner Jenkin's super powers are derived from his microwave-powered armor. His Strength and Endurance are both TY without his armor.

Body Armor: The Beetle's suit provides Excellent (20) protection from physical attacks and Remarkable (30) protection from energy attacks. The suit also jams microwaves within three areas with Incredible (40) ability.

Wall-Crawling: The suit has suction cups on its gloves that give its wearer Excellent (20) ability to cling to vertical surfaces.

Flight: The Beetle can fly at Good (10) speed (eight areas/turn) or, by taking power from all other systems, can fly at Excellent (20) speed (10 areas/round). He can also hover in place. The wings are cybernetically controlled and are made of Mylar (Good (10) material strength)

Electro-Bite: By placing the second and third fingers of a gauntlet together, the Beetle can fire Excellent (20) Energy blasts up to 10 areas away.

Battle Computer: The Beetle's Battle Computer, housed in the chestplate

of his armor, can be programmed with the fighting styles of various foes. The computer is able to anticipate the moves of an opponent, thereby giving the Beetle bonuses during the fight.

Against foes that the Computer has been programmed with, the Beetle gains +2CS on Fighting FEATs, +1CS on Agility FEATs, and +2CS on Intuition FEATs, including a +2 on Initiative rolls. The fighting style of a foe must be studied, analyzed and programmed into the computer before gaining these abilities. Currently programmed into the computer are Spider-Man, Iron Man, Captain America, and Daredevil.

TALENTS: The Beetle has Electronics and Repair/Tinkering skills.

IN BRIEF: The Beetle turned from the life of a master mechanic to the life of a criminal to escape the boredom of normal life. Jenkins is a mercenary in the truest sense of the word. He is willing to work for anyone who has use for his services. He holds a minor grudge against Spider-Man but doesn't go far out of his way to pursue it. He'd rather be making money.

BOOMERANG

Fred Myers
Mercenary, Professional Assassin

F	A	S	E	R	I	P
EX	RM	GD	EX	GD	GD	TY
20	30	10	20	10	10	6
Health: 80			Karma: 26			
Resources: GD			Popularity: -5			

KNOWN POWERS

Boomerangs: Myers carries seven boomerangs of Excellent (20) material strength.

Bladerangs: Incredible (40) Edged, throwing damage, no effect on Body Armor of Good (10) or higher rank or material strength.

Gasarang: Monstrous (75) intensity tear gas, affecting everyone in one area.

Gravityrangs: Creates local gravity field of Incredible (40) intensity.

Reflexerangs: Solid-weighted boomerangs. "Bullseye" result on Blunt Throwing column indicates target must check for Stun.

Shatterrang: Amazing (50) damage to everyone in one area when explodes on contact.

Razorangs: Incredible (40) material strength, Inflicts Remarkable (30) Edged, throwing damage.

Screamerrangs: Excellent (20) intensity sonic attack.

Flight: Boot jets give him Typical (6) air speed (six areas/round)

TALENTS: Weapon Specialist with Boomerangs, gaining +2CS to hit. Also, he is +1CS to hit with other thrown weapons.

IN BRIEF: Boomerang is a confident individual, with him usually ending up in situations too difficult to handle.

CALYPSO

Calypso Ezili
Evil Magician



F	A	S	E	R	I	P
TY	GD	PR	EX	GD	IN	IN
6	10	4	20	10	40	40
Health: 40			Karma: 90			
Resources: GD			Popularity: 0			

KNOWN POWERS

Magic: Calypso is a Master of Voodoo Magic. She bartered her soul to gain powers from a mysterious evil entity. Most of her spells have not been revealed yet. She has used the following spells in the past.

Illusion (Universal): She creates illusions in the minds of her opponents. The spell is cast at Remarkable (30) rank with an area of effect of two areas. The illusion looks, smells, sounds, and appears real, but, since it only appears in the mind, it cannot directly cause any damage. Also, no one outside the area of effect can see the illusion. Calypso must continue to concentrate on the illusion for it to remain believable. Characters in the area of effect may try a Psyche FEAT roll to disbelieve the illusion each round. If the character succeeds, the image fades away.

Mental Control (Universal): Calypso can control others mind at Incredible (40) rank through the use of her magic. The target must have a Psyche of less than Incredible (40) and Calypso must make a spell rank FEAT roll to take over the other's mind. If she succeeds, Calypso can control the victim for one day. However, if a controlled person is commanded to perform an action counter to their values, a Psyche FEAT roll can be attempted to break the control.

Telepathy (Personal): Calypso can

broadcast her thoughts to others and receive a reply up to 40 areas away. She casts this spell at Monstrous (75) rank. When she uses Telepathy in conjunction with the Mental Control spell, she gains a +1CS, making her Mental Control spell rank Amazing (50). Also, if Calypso tries to communicate with a being of a higher Psyche than her own, she must first succeed at a spell rank FEAT roll.

Telekinesis (Personal): Calypso can cast this spell at Incredible (40) rank, which can move up to 10 tons of material within an area of effect of five areas.

TALENTS: Calypso has trained herself to be able to go without food or sleep if she is researching a magical matter or is casting a spell.

IN BRIEF: Calypso is an unbalanced woman, whose primary desire in life is to torment and kill Spider-Man. She is completely evil, having been totally corrupted in her quest for power. Calypso enjoys forcing other people to do her evil deeds, relishing the psychological torture forced on her victims.

CARDIAC

Elias Wirtham
Doctor, Vigilante

F	A	S	E	R	I	P
EX	RM	EX	RM	EX	GD	TY
20	30	20	30	20	10	6
Health: 100			Karma: 36			
Resources: RM			Popularity: 0			

KNOWN POWERS

Bionics: Cardiac has an artificial heart and other artificial body parts, created by

beta technology, that provide him with his powers to fight crime. The amount of artificial parts his body possesses has not been revealed. So far, his left hand has been shown to have two panels that open to reveal circuitry, which is somehow connected to his heart, and his right forearm has been shown to be metallic with artificial skin over it.

Pulse Staff: A normal-looking walking stick becomes Cardiac's main weapon with a little energy from Cardiac's bionic system. Its force blast has a range of two areas and inflicts Remarkable (30) damage. Cardiac is able to regulate how much energy is used in his blasts, allowing the damage to range from Feeble (2) to Remarkable (30)

Disintegration: Energy from his hands can disintegrate objects at Excellent (20) rank.

Body Armor: Cardiac's suit provides him with Remarkable (30) protection against physical attacks.

Flight: Cardiac has a remote control flyer that attaches to his pulse staff. The flier moves at Typical (6) air speed (six areas/round)

TALENTS: Medical, Business.

IN BRIEF: Cardiac metes out his personal brand of justice. When he discovers that a company has done something unethical, such as covertly funding research for nerve gas, Cardiac deals with the matter in a forthright manner; he destroys most of their physical assets.

Wirtham, in his normal life, is in charge of a large medical facility and



BEETLE™



BOOMERANG™



CHAMELEON™



CARDIAC™



CARNAGE™



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has a large fortune of his own. He uses these as tools to ferret out the corporate crimes, then Cardiac goes to work, bringing them down.

He has allied himself with Spider-Man in the past, but the two have a wide gap in their beliefs of the judicial system. Spider-Man has faith in the courts, whereas Cardiac believes in only his own justice.

CARNAGE

Cletus Kasady
Professional Criminal

F	A	S	E	R	I	P
IN	IN	AM	IN	GD	RM	TY
40	40	50	40	10	30	6

Health: 180 Karma: 46
Resources: TY Popularity: -30

KNOWN POWERS

Symbiote: All of Carnage's powers come from an alien symbiote that is psionically bound to Cletus. The symbiote is Venom's offspring, but it has different powers. It can change its shape and color at Kasady's desire, dressing him in any style necessary. Characters adjacent to Carnage may try to target the costume at -4CS. The costume has Remarkable (30) resistance to physical attacks. It has 25 points of Health and recovers 6 points of Health every round it's injured. If the costume goes below 0 Health, it becomes "unconscious" for 1-10 hours. The bond with Kasady is of Amazing (50) strength. Any damage taken to the bond is taken by Kasady, not the symbiote. The alien symbiote provides Kasady with the following powers:

Webbing: The webbing used by Carnage is made of a renewable material generated by the symbiote. Carnage can fire Amazing (50) strength webbing that sticks to material with Incredible (40) strength. As long as the webbing is in contact with Carnage, he can manipulate it as if it were part of his body. Once separated from Carnage, the webbing dissolves in 5-50 minutes. The symbiote can provide enough webbing for an attack every third round. (While swinging, the webbing is reabsorbed, therefore providing an unlimited amount of webbing for traveling.) If the taxed beyond this limit, the costume takes Good (10) damage.

Claws: Carnage has claws that inflict Excellent (20) Edged damage.

Spider Sense Immunity: The costume cancels Spider-Man's Combat Sense completely. This allows Carnage to blindside Spider-Man as well as making Spider-Man -2CS on Dodge and Evade maneuvers.

Body Armor: Carnage's costume blunts damage to Kasady. It provides Typical (6) protection against blunt physical damage.

Object Creation: Carnage is able to form small objects from the symbiote's substance and use these as hurled weapons up to three areas away. The objects disintegrate after 1-6 rounds after being separated from Carnage. The damage is weapon-specific.

Elongation: Carnage can stretch his body at the Excellent (20) rank.

Weaknesses: The symbiote is vulnerable to certain forms of attack. When attacked with sonics, it suffers +3CS of damage and when

confronted with fire, it suffer + 1CS damage.

TALENTS: None.

IN BRIEF: Cletus Kasady was serving time in prison with his cellmate Eddie Brock when the night came alive. The alien symbiote that forms half of Venom (q.v.) invaded the cell and set Eddie Brock free. The symbiote also left a bit of itself behind as well, as its species reproduces asexually, once per generation. This "child," having been gestated in an alien environment, developed unique powers and bonded with Cletus Kasady, a convicted murderer.

Kasady and the alien symbiote form a maniacal pair. Carnage kills on a whim and cares nothing for human life. Carnage's last rampage forced Spider-Man to seek help from Venom. These two unlikely allies defeated Carnage with sonics and then the sonic weapon was turned on Venom, capturing him as well.

CHAMELEON

Real Name Unrevealed
Professional Criminal

F	A	S	E	R	I	P
GD	GD	GD	GD	EX	RM	RM
10	10	10	10	20	30	30

Health: 40 Karma: 80
Resources: IN Popularity: -10 or by identity

KNOWN POWERS

Imitation: The Chameleon has the Incredible (40) ability to assume the exact appearance of anyone he chooses. His Computer Belt triggers this power. Any change takes two



turns to complete.

Computer Belt: This device serves three purposes. A video scanner records a person's appearance and feeds that information to a visual synthesizer that can interpolate the rest of that person's appearance. Its memory banks can store hundreds of such images. When an image is called up by tapping the belt, an electrical signal is transmitted to the Chameleon's body, that triggers the chemically-altered skin. A secondary signal alters his clothing.

Memory Material: The Chameleon's clothing is made of a special fabric that can recolor and reshape itself in two turns.

Knock-out Darts: He carries a small airpistol that fires knockout darts up to two areas away. The darts contain an Excellent (20) potency anaesthetic that knocks a victim unconscious for 1-10 hours.

Knock-out Gas: A small aerosol can that emits a cloud of Excellent (20) potency is another one of the Chameleon's weapons. The cloud is potent within the Chameleon's area only and victims who fail an Endurance FEAT roll sleep for 1-10 hours.

Smoke Bomb: Remarkable (30) intensity opaque mist that fills a two-area radius.

TALENTS: Disguise, Espionage, Politics, Business Administration, Explosives, and Marksman with his airpistol.

IN BRIEF: The Chameleon has currently set his sights on becoming the crime boss of New York City. To that end, he had taken the identity of J. Jonah Jameson and allied himself with

the gangster, Hammerhead.

The Chameleon is not normally a killer. He prefers to kidnap a person while he assumes the victim's identity. If he does kill a person, however, it is usually with a bomb, or another method in which the identity of the corpse is unrecognizable.

CHANCE

Nicholas Powell
Mercenary

F	A	S	E	R	I	P
GD	RM	GD	RM	RM	RM	GD
10	30	10	30	30	30	10
Health: 80			Karma: 70			
Resources: EX			Popularity: -5			

KNOWN POWERS

Ankle Jets: With these jets, Chance can hover or fly up to Good (10) airspeed (10 areas/round).

Wrist Blasters: Chance has a blaster on each wrist that contain the following weapon systems.

Laser: Remarkable (30) damage at four-area range. Twenty blasts can be fired before recharging.

Concussive Blasts: Remarkable (30) Force damage in open areas, Incredible (40) Force damage in confined spaces. Maximum range is one area and the blast radius is two areas. Each blast requires two charges.

Acid Darts: Glass darts filled with one quarter ounce of Excellent (20) intensity acid. The range is two areas and one dart per round can be fired. There are 30 darts in each Wrist Blaster.

Cellular Telephone: A radio telephone is contained in his bracelet and is connected to his home computer and answering machine.

Cybernetic Helmet: Chance's helmet contains a variety of sensors and display screens. What look like goggles are actually a variety of video screens and instrument displays.

Circular Vision: Five video cameras feed the monitor screens, giving Chance an almost full-circle view. The only blindspot is directly under his feet.

Infrared Vision: Good (10) ability to see thermal emissions or to see in the dark.

Radar: Good (10) radar gives him the basic position of obstacles up to 10 areas away.

Systems Monitoring: Displays within his helmet inform him of the status of his ammunition, laser charge, and power level.

Protected Vision: While wearing the helmet, Chance is immune to most sight-based attacks, unless such attacks can be controlled by television.

Power Pack: His backpack contains 20 charges for the wrist blasters and the power supply for his helmet and ankle jets. The pack conveys this power to Chance by cables linking the pack and helmet. If these cables are damaged, Chance suffers an electrical shock that stuns him for 10-100 turns, unless he makes a Red Endurance FEAT roll.

TALENTS: Gambling, Weapons design, Acrobatics, Marksmanship, and Flying (with his ankle jets)

IN BRIEF: Chance is a gambler, constantly wagering, even in the



middle of combat. To him, life is dull, only to be tolerated by taking risks. He lives this concept as a mercenary. He will do anything for the right wager. He hires himself out by wagering his fee against his success. If doesn't satisfactorily complete his assignment, he doesn't get paid at all.

Despite his work as an assassin, Chance is not a casual killer. He only kills the people he was paid to kill.

CYCLONE

Real Name Unrevealed
Criminal Mercenary

F	A	S	E	R	I	P
GD	GD	TY	EX	GD	GD	TY
10	10	6	20	10	10	6

Health: 46
Resources: GD

Karma: 26
Popularity: -5

KNOWN POWERS

Wind Control: Cyclone's suit gives him the power to control air patterns and wind at an Amazing (50) level, up to one area away. The following abilities are given to him by the suit.

Flight: Good (10) rank (8 areas/round)

Disruption of other airborne characters: Affected characters must make an Agility FEAT roll to remain in control of their flight. Gliding characters must always make a Red FEAT roll.

Lift: Cyclone can lift other characters and objects into the air. Characters so affected must make the more difficult of an Agility or Strength FEAT roll to remain on the ground. Wall-crawling or adhesive powers can also be used to resist Cyclone. Characters lifted off of the ground can be buffeted by winds at

the Amazing (50) rank. Cyclone can inflict Incredible (40) Blunt damage in this attack. The airborne characters can be slammed or stunned by the effects of the winds. Characters on the ground can take up to Excellent (20) damage from the wind and flying debris, but cannot be stunned or slammed if their Endurance is greater than Excellent (20)

Vacuum: Cyclone can create a small vacuum, large enough to encompass one person. An Endurance FEAT must be rolled by the victim or be rendered unconscious for 1-10 turns.

IN BRIEF: Cyclone is a brash and boastful mercenary, usually under the hire of the European branch of the Maggia. He has no concern for human life and would easily kill to accomplish his mission.

DEMOGOBLIN

Demonic Criminal

F	A	S	E	R	I	P
RM	AM	IN	IN	GD	EX	TY
30	50	40	40	10	20	6

Health: 160
Resources: RM

Karma: 36
Popularity: -25

KNOWN POWERS

Body Armor: Demogoblin's tissue provides him with Excellent (20) protection against physical attacks and Remarkable (30) protection from energy attacks.

Demonic Powers: Demogoblin, as a twisted version of the Hobgoblin created by N'astirh's magic, has a number of powers that imitate the technological weapons of the

Hobgoblin. The Demogoblin has the following magical powers and devices:

- *Glove Blasts:* Demogoblin's gloves can discharge pulses of energy; the range of the blast is two areas and it does Remarkable (30) damage.
- *Pumpkin Bombs:* These bombs do Excellent (20) damage to everything within 20 feet.
- *Smoke Grenades:* These devices produce a cloud of Typical (6) obscuring smoke.
- *Knock-out Gas Grenades:* These release a gas of Incredible (40) Intensity which causes unconsciousness that lasts from 1-10 hours.
- *Incendiary Grenade:* Detonation of this device produces flames of Incredible (40) intensity.
- *Spider-Sense Negator:* This Unearthly (100) intensity chemical negates Spider-Man's Spider-Sense for 24-36 hours. At the referee's option, it may or may not affect others with similar abilities.
- *Throwing Bats:* These bat-shaped throwing blades inflict Good (10) edged damage.
- *Demon Glider:* The Demogoblin employs a magically-powered flying "bat" that mimicks the Hobgoblin's glider with a flaming skeletal structure. It has the following characteristics:

Control	Speed	Body	Protection
IN	TY	GD	none

- *Nausea Grenade:* This is a



chemical of Remarkable (30) intensity which caused people expose to it to get sick (Endurance FEAT to resist).

TALENTS: None.

IN BRIEF: The demon N'Astirh granted the powers of a demon to the Hobgoblin, but he got more than he bargained for. A transformation took place, which slowly began to turn him into a demon. Finally, the demon side and the human side split in half, creating the Demogoblin. Whether this is the final stage in their form or not has yet to be revealed.

DOCTOR OCTOPUS

Otto Octavius
Criminal Mastermind

F	A	S	E	R	I	P
TY	GD	RM	EX	EX	TY	EX
6	10	30	20	20	6	20
Health: 66			Karma: 46			
Resources: GD			Popularity: -5			

KNOWN POWERS

Tentacles: Dr. Octopus mentally controls a metallic harness around his waist with four telescoping metal tentacles attached to it. These tentacles are made of Amazing (50) strength material (titanium steel) and each tentacle ends with three pincers, made of Remarkable (30) strength material. Dr. Octopus uses these tentacles in many forms of attack.

- He may make four attacks on a successful Fighting FEAT.
- He may engage in Blunt attacks, wrestling, or a combination of both.
- He may attack non-adjacent foes up to one area away.

- A single tentacle attacks with Remarkable (30) strength. Multiple tentacles attack with Incredible (40) strength.
- Multiple attacks are resolved on a single die roll, but are +1CS for each arm used.
- If two tentacles are used for bracing, his Endurance to avoid Stuns and Slams is +2CS.

Movement: Dr. Octopus' arms can carry him four areas/round and he may rise two building stories/round. Punching handholds into buildings allows him to move vertically three stories per round.

Octopus is in constant contact with his tentacles and can command them from great distances away. A reported, but unsubstantiated, distance is 900 miles. He has tactile sensation through these tentacles and if they are damaged, Dr. Octopus must make an Endurance FEAT or pass out for 1-10 rounds. The arms do not have to be attached to the harness to receive mental commands.

TALENTS: Mechanics, robotics, and Radiation Research, Engineering and Repair/Tinkering.

IN BRIEF: Dr. Octopus is in many ways a typical megalomaniac, inventing scheme after scheme to parlay his four extra arms into world domination. For a while, he suffered from acute arachnophobia, but was cured when he temporarily defeated Spider-Man.

ELECTRO

Maxwell Dillon
Professional Criminal

F	A	S	E	R	I	P
GD	EX	EX	AM	GD	EX	TY
10	20	20	50	10	20	6
Health: 100			Karma: 36			
Resources: TY			Popularity: -15			

KNOWN POWERS

Electrical Generation: Electro has the ability to generate and channel about 100,000 volts, delivering Incredible (40) Energy damage to grounded targets, Good (10) Energy damage to insulated or otherwise ungrounded targets. The range for this attack is five areas and he gains a +1CS to hit with this attack form. At closer ranges, his bolts do more damage. His bolts do Amazing (50) or Excellent (20) Energy damage to characters in the same area, and if Electro is able to grapple his foe, he can produce Monstrous (75) damage, against which no opponent is ungrounded. Electro has developed a number of power stunts.

Movement: By riding lines of high-magnetic potential, such as power lines, he can move at Monstrous (75) ground speed (nine areas/round). He has also created bridges of electricity that he rides at Excellent (20) ground speed (five areas/round).

Electrical Device Control: Electro can "feel" the course of electricity through the circuitry of any electrically-powered device. By succeeding in an Amazing (50) intensity power FEAT against the



rank of Resistance (or against the Endurance of the device if the machine has an Endurance), Electro can take control of the device. With this power, he can disconnect alarm systems, overload a subsystem, or control a computer in a limited fashion.

Strength Boost: Electro can channel his powers into his own muscle tissue, producing controlled galvanic responses. By doing this, he can temporarily increase his Strength to Remarkable (30), but doing so causes Electro Typical (6) Energy damage.

Resistance to Disease: Electro can also use his electricity to keep himself in good health. His recuperative powers are astonishing, and with a sufficient power source, Electro can "burn out" virtually any disease in his body, including cancer.

Invulnerability: Electro has Class 1000 Resistance to all forms of electrical energy and Excellent (20) Resistance to other forms of energy.

TALENTS: Repair/Tinkering.

IN BRIEF: Electro is the stereotypical professional criminal, using his powers to gain as much wealth as possible. He is a good team player in villain groups and often joins with others to further his own ends.

ENFORCERS

Criminal Group

IN BRIEF: The Enforcers are a group of low-powered individuals who work together as team to carry out their



CHANCE™



DOCTOR OCTOPUS™



CYCLONE™



DEMOGOBLIN™



ELECTRO™



crimes of extortion. They usually hire out their services to different gangland leaders. In the past, they have served the Kingpin and the Big Man.

The original members of the team are Fancy Dan, Montana, and the Ox. The original Ox perished and has been replaced by his brother, who looks and acts the same as the first Ox. The team has expanded to include Snake Marston and Hammer Harrison.

FANCY DAN

Daniel Brito
Professional Criminal

F	A	S	E	R	I	P
EX	GD	GD	TY	GD	TY	TY
20	10	10	6	10	6	6

Health: 46
Resources: GD

Karma: 22
Popularity: -5

KNOWN POWERS

Hardened Hands: He can tear through Remarkable (30) rank material with his bare hands in a round and can Remarkable (30) Blunt damage in combat.

TALENTS: Martial Arts A & E.

HAMMER HARRISON

Willard Harrison
Professional criminal

F	A	S	E	R	I	P
EX	TY	GD	GD	GD	TY	GD
20	6	10	10	10	6	10

Health: 46
Resources: TY

Karma: 26
Popularity: 0

KNOWN POWERS

Steel Gloves: Hammer uses a pair of steel-plated gloves as his weapons. He strikes with Remarkable (30) Fighting ability for Excellent (20) Blunt damage. He can stun or slam opponents of up to Amazing (50) Endurance.

MONTANA

Jackson W. Brice
Professional criminal

F	A	S	E	R	I	P
GD	EX	TY	GD	GD	TY	TY
10	20	6	10	10	6	6

Health: 46
Resources: GD

Karma: 22
Popularity: -5

KNOWN POWERS

Lariat: Montana uses a steel-fiber lariat of Remarkable (30) material strength. He can employ it up to three areas to trap one opponent. This attack is a Remarkable Grappling attempt. If the Grapple is successful, the victim is -2CS on all physical actions. The victim can try to pull the lariat from Montana's grasp by making a Strength FEAT roll versus Montana's Strength.

TALENTS: Weapon Specialist with the lariat.

OX

Ronald Bloch
Professional criminal

F	A	S	E	R	I	P
RM	TY	EX	EX	PR	PR	PR
30	6	20	20	4	4	4

Health: 76
Resources: TY

Karma: 12
Popularity: -6

KNOWN POWERS None.

TALENTS: None.

SNAKE MARSTON

Sylvester Marston
Professional Criminal

F	A	S	E	R	I	P
GD	GD	TY	GD	TY	TY	TY
10	10	6	10	6	6	6

Health: 40
Resources: TY

Karma: 18
Popularity: 0

KNOWN POWERS

Contortionist: When Grappling and Escaping, Snake gains a bonus of +2CS. Those grappled by Snake should be ready to receive a few blows from Hammer Harrison, as this is their usual attack method. A grappled character cannot attack other than to try and escape Snake's grip. Marston can move through any opening of 1' square and can fit his entire body into an area no larger than a 2'cube.

FEMME FATALES

IN BRIEF: This mercenary team works well together, with one pair keeping their foes off guard while the other two move in for a final blow. The usual pairings are Bloodlust with Whiplash and Knockout with Mindblast.



BLOODLUST

Real Name Unrevealed
Mercenary

F	A	S	E	R	I	P
EX	RM	GD	RM	PR	EX	GD
20	30	10	30	4	20	10

Health: 90 Karma: 36
Resources: TY Popularity: -5

KNOWN POWERS

Claws: She has Excellent (20) material strength weapons. Bloodlust inflicts Excellent (20) Edged attacks damage.
Body Armor: Padded costume gives her Typical (6) protection from physical attacks.

TALENTS: Weapon Specialist with her Claws, Martial Arts E, and Acrobatics.

KNOCKOUT

Real name Unrevealed
Mercenary, Leader of Femme Fatales

F	A	S	E	R	I	P
EX	GD	IN	IN	EX	GD	GD
20	10	40	40	20	10	10

Health: 110 Karma: 40
Resources: GD Popularity: -2

KNOWN POWERS

Body Armor: Knockout wears a metallic suit that provides her Excellent (20) body armor versus physical attacks.

MINDBLAST

Real name Unrevealed
Mercenary

F	A	S	E	R	I	P
TY	TY	TY	GD	GD	TY	IN
6	6	6	10	10	6	40

Health: 28 Karma: 56
Resources: TY Popularity: -3

KNOWN POWERS

Telekinesis: Incredible (40) rank. Her known Power Stunts are:
Flight: Typical (6) rank (six areas/round)
Energy Shield: Good (10) protection from physical, Force, and Energy attacks.

WHIPLASH

Real Name Unrevealed
Mercenary

F	A	S	E	R	I	P
GD	EX	TY	EX	TY	TY	GD
10	20	6	20	6	6	10

Health: 56 Karma: 22
Resources: TY Popularity: -2

KNOWN POWERS

Steel Whips: She has three retractable steel whips on each arm of Incredible (40) material strength that inflict Remarkable (30) Blunt damage. The whips are stored in her gauntlets when not in use.
A armor: Her padded costume provides Good (10) body armor against physical attacks.

FLY

Richard Deacon
Professional Criminal

F	A	S	E	R	I	P
EX	IN	RM	IN	PR	MN	GD
20	40	30	40	4	75	10

Health: 130 Karma: 89
Resources: PR Popularity: -10

KNOWN POWERS

Winged Flight: The Fly has thin, membranous wings that allow him to fly at Excellent (20) speed. His wings can also generate a blast of air pressure causing Amazing (50) Force damage up to one area away on a single opponent.
Wall-Crawling: The Fly adheres to walls with Remarkable (30) ability.
Circular Vision: The Fly's eyes are similar to those of a real fly, giving him 360-degree vision. It is almost impossible to blindside the Fly.

TALENTS: None.

IN BRIEF: The Fly is a ruthless villain, thinking little of killing anyone that gets in his way. He usually becomes involved with heroes only when they try to stop him. Towards the end, he was becoming more bestial and fly-like.



ENFORCERS™



FLY™



MINDBLAST™



BLOODLUST™



WHIPLASH™



GREEN GOBLIN I

Norman Osborn
Criminal Mastermind

F	A	S	E	R	I	P
EX	RM	IN	IN	EX	GD	EX
20	30	40	40	20	10	20
Health: 130				Karma: 50		
Resources: EX				Popularity: -10		

KNOWN POWERS:

Body Armor: The first Goblin wore a bodysuit made up of insulated chain mail that gave him Excellent (20) protection from physical and Force attacks and Remarkable (30) protection from Energy attacks.

Weapons Systems: Norman Osborn invented many gadgets, most of which he made into weapons for the Green Goblin's arsenal. The Goblin could carry twelve of the following items in a leather pouch that he wore at his waist.

- **Pumpkin Bombs:** These explode for Excellent (20) damage and may explode on contact up to two rounds after thrown.
- **Goblin Grenades:** These grenades were made out of light rubber mantle that made them resemble ghosts in the air. They can be filled with standard smoke charges, Incredible (40) intensity knock-out gas, Incredible (40) intensity incendiary material, or a special gas that reduced Spider-Man's Spider Sense to Poor (4) rank for 24 hours.
- **Throwing Bats:** These blades fashioned in the shape of bat wings do Good (10) Edged, throwing damage. Multiple blades may be

thrown, but at a -1CS to hit per blade tossed in that round.

Blast Gloves: The Green Goblin also wore gloves that did Remarkable (30) Energy damage to any target within two areas.

Goblin Glider: The Green Goblin's mode of transport was a glider with Incredible (40) control, Typical (6) speed, Good (10) body, and no protection.

IN BRIEF: Norman Osborn, co-owner of a chemical firm, came across his partner's chemical formula that to increase a person's intelligence and physical strength. Osborn decided to try the formula on himself. When he did, it turned green and exploded.

The chemical succeeded in increasing Osborn's intelligence, but at the price of his sanity. He fashioned a green suit, after the color of the formula, and named himself the Green Goblin. He began infiltrating the criminal network of the city and became a well-known participant in many underworld schemes. Osborn's increased intelligence produced many exacting, well-planned criminal activities. Only the continued meddling of Spider-Man kept most of his plans from succeeding.

One of the threats that the Goblin constantly posed to Spider-Man was that the villain had discovered Spider-Man's true identity. Only the unstableness of Osborn's sanity kept the world from learning that Peter Parker is Spider-Man. At the end of most climactic battles with Spider-Man, the knowledge that Norman

Osborn was the Green Goblin was forgotten completely.

After plaguing Spider-Man for many years, Norman Osborn's career as the Green Goblin came to an abrupt halt when he was killed in battle after himself killing Spider-Man's girlfriend, Gwen Stacy, by knocking her off of the George Washington Bridge. The Goblin was then accidentally impaled on the front of his own goblin glider. The legacy of the Green Goblin continued, however, with his son, Harry.

GREEN GOBLIN II

Harry Osborn
Criminal

F	A	S	E	R	I	P
EX	RM	TY	GD	GD	GD	EX
20	30	6	10	10	10	20
Health: 66				Karma: 40		
Resources: EX				Popularity: -10		

KNOWN POWERS

Body Armor: The Goblin wore a bodysuit made up of insulated chain mail that gave him Excellent (20) protection from physical and Force attacks and Remarkable (30) protection from Energy attacks.

Weapons Systems: Harry Osborn used many of his father's gadgets. The Goblin could carry twelve of the following items in a leather pouch that he wore at his waist.

- **Pumpkin Bombs:** These explode for Excellent (20) damage and may explode on contact up to two rounds after thrown.



GREEN GOBLIN I™

- **Goblin Grenades:** These grenades were made out of light rubber mantle that made them resemble ghosts in the air. They can be filled with standard smoke charges, Incredible (40) intensity knock-out gas, Incredible (40) intensity incendiary heat, or a special gas that reduced Spider-Man's spider sense to Poor (4) rank for 24 hours.
- **Throwing Bats:** These blades fashioned in the shape of bat wings do Good (10) Edged, throwing damage. Multiple blades may be thrown, but at a -1CS to hit per blade tossed in that round.

Blast Gloves: The Green Goblin also wore gloves that did Remarkable (30) Energy damage to any target within two areas.

Goblin Glider: The Green Goblin's



GREEN GOBLIN II™

mode of transport was a glider with Incredible (40) control, Typical (6) speed, Good (10) body, and no protection.

IN BRIEF: Harry, the son of the original Green Goblin, witnessed the final battle between Spider-Man and his father, which culminated in the death of his father. Already slightly unstable because of certain illegal drugs he had been taking, this event pushed him over the edge. Now insane, Harry donned the Green Goblin's costume and continued his father's battle against the web-slinger.

In their first conflict, Spider-Man easily defeated Harry. After removing the Goblin's costume, Spider-Man called the police who took Harry and placed him in a psychiatric hospital.

Harry was temporarily cured of his

insanity, but his psychologist, Bart Hamilton, learned the secret of the Green Goblin. Using that knowledge, he became the Green Goblin for a short period of time.

It finally seemed that Harry had come to grips with his past and the Green Goblin. He had even used the Green Goblin identity as a hero, fighting alongside Spider-Man and the reformed Molten Man.

Happiness was not to be for Harry, however. Harry again descended into the world of insanity and is currently separated from his family, and is active as evil Green Goblin.

HAMMERHEAD

Real name unrevealed

Professional Criminal, former hit man

F	A	S	E	R	I	P
GD	TY	GD	IN	TY	PR	TY
10	6	10	40	6	4	6
Health: 76					Karma: 16	
Resources: EX					Popularity: -5	

KNOWN POWERS

Skull Plate: Hammerhead has a steel-alloy skull of Monstrous (75) material strength. His main offensive tactic is a charge, using his head as a battering ram. This attack causes Amazing (50) damage, but a successful attack against material of Incredible (40) strength or better also costs Hammerhead five Health points. If Hammerhead is being shot at, he can spend 10 Karma points and make sure the bullets hit his plate, giving him Amazing (50) body armor.

Exoskeleton: Hammerhead has used



an exoskeleton in the past. This device boosts his strength to Remarkable (30) and provides him with Incredible (40) protection from physical, Force, electrical, and fire attacks.

TALENTS: +1CS when charging in combat, Guns, and Trivia (1920s gangster movies)

IN BRIEF: Hammerhead believes that he is living in a world populated with characters from gangster films. His plans and actions are all based on gangster movies of the 1920s.

HOBGOBLIN I

Edward "Ned" Leeds
Professional Criminal, Reporter

F	A	S	E	R	I	P
EX	RM	IN	IN	EX	GD	EX
20	30	40	40	20	10	20
Health: 130			Karma: 50			
Resources: EX			Popularity: -20			

KNOWN POWERS

Body Armor: Hobgoblin wears a suit of armor that provides him with Excellent (20) protection against physical and Force attacks and Remarkable (30) protection from Energy attacks.

Glove Blasters: Hobgoblin's gloves contain devices that can discharge pulses of electricity. The range of the blast is two areas and it does Remarkable (30) Energy damage.

Random Fire: Hobgoblin devised a mechanism that jerked his hands around while he fired his glove blasters. This makes it harder for his foes to dodge his attacks because they are random. This induces a -1CS on

attacks, but his target is -1CS on any attempt to dodge.

Pumpkin Bombs: These bombs do Excellent (20) damage to everything within 20 feet.

Smoke Grenades: These devices produce a cloud of Typical (6) intensity obscuring smoke in one area.

Knock-out Grenades: These release a gas of Incredible (40) Intensity that causes unconsciousness that lasts from 1-10 hours.

Incendiary Grenades: Detonation of one of these devices produces flames of Incredible (40) intensity.

Spider Sense Negator: This Unearthly (100) intensity chemical negates Spider-Man's Spider Sense for 25-36 (d12 + 24) hours. At the referee's option, it may or may not affect others with similar abilities.

Throwing Bats: These bat-shaped throwing blades inflict Good (10) Edged, throwing damage.

Goblin Glider: The Hobgoblin employs a turbo-fan-powered flying sled that has IN (40) Control, TY (6) Speed, GD (10) Body, and no Protection.

Battle Van: In addition to the Goblin Glider, the Hobgoblin uses a van for transportation. It has IN (40) Control, RM (30) Speed, IN (40) Body, and IN (40) Protection.

TALENTS: Journalism, Criminal, and Repair/Tinkering.

IN BRIEF: Ned Leeds succumbed to the enticement of power when he found one of the original Green Goblin's hideouts. The originally honest Leeds set out on a life of crime by employing criminal

henchmen to carry out his schemes. The Hobgoblin preferred to stay in the background as much as possible, not allowing many people to know his true identity.

The Hobgoblin I was killed by the agents of the assassin known as the Foreigner. They were hired by Jason Macendale, who took over the identity of the Hobgoblin.

HOBGOBLIN II

Jason Philip Macendale, Jr.
Professional Criminal

F	A	S	E	R	I	P
EX	RM	GD	RM	EX	GD	EX
20	30	10	30	20	10	20
Health: 90			Karma: 50			
Resources: EX			Popularity: -25			

KNOWN POWERS

Body Armor: Hobgoblin II wears a suit of armor that provides him with Excellent (20) protection against physical and Force attacks and Remarkable (30) protection from Energy attacks.

Glove Blasters: Hobgoblin II's gloves contain devices that can discharge pulses of electricity. The range of the blast is two areas and it does Remarkable (30) damage.

Random Fire: Hobgoblin used a mechanism that jerked his hands around while he fired his glove blasters. This makes it harder for his foes to dodge his attacks because they are random. This induces a -1CS on attacks, but his opponent is -1CS on any attempt to dodge.



Pumpkin Bombs: These bombs do Excellent (20) damage to everything within 20 feet.

Smoke Grenades: These devices produce a cloud of Typical (6) obscuring smoke.

Knock-out Grenades: These release a gas of Incredible (40) Intensity which causes unconsciousness that lasts from 1-10 hours.

Incendiary Bomb: Detonation of this device produces flames of Incredible (40) intensity.

Spider Sense Negator: This Unearthly (100) intensity chemical negates Spider-Man's Spider Sense for 25-36 (d12 +24) hours. At the referee's option, it may or may not affect others with similar abilities.

Throwing Bats: These bat-shaped throwing blades inflict Good (10) Edged, throwing damage.

Goblin Glider: Hobgoblin II employs a turbo-fan-powered flying sled that has IN (40) Control, TY (6) Speed, GD (10) Body, and no Protection.

Battle Van: In addition to the Goblin Glider, Hobgoblin II uses a van for transportation. It has IN (40) Control, RM (30) Speed, IN (40) Body, and IN (40) Protection.

In addition to the original Hobgoblin equipment, Macendale has used the following equipment in the past, in his other villainous identity of Jack O'Lantern.

Nausea Grenade: This is a chemical of Remarkable (30) intensity which caused people exposed to it to make a

successful Endurance FEAT roll or get sick for 1-10 rounds.

Pumpkin Helmet: This Remarkable (30) material strength helmet was also equipped with infrared sensors, giving Macendale Good (10) infravision and a three-hour air supply. Also, low intensity flames surrounded the helmet inflicting Poor (4) Energy damage to anyone the flames came in contact with.

Pogo Platform: In his Jack O'Lantern guise, he traveled on a Pogo Platform, that had RM (30) Control, PR (4) Speed, EX (20) Body, and no Protection.

IN BRIEF: Macendale is a totally ruthless villain. He continually seeks wealth and power at the expense of anyone who gets in his way. He is a cold-blooded killer that doesn't hesitate to kill. He also only attacks foes that he believes he has the upper hand on. He assumed the identity of the Hobgoblin to avoid past Jack O'Lantern enemies and to take advantage of his newly-acquired equipment.

The demon N'Astirh granted the powers of a demon to the Hobgoblin, but Macendale got more than he bargained for. A transformation took place, which slowly began to turn him into a demon. Finally, the demonic side and the human side split, creating the Demogoblin, and returning Macendale to his previous human form. Whether this is the final stage in their changing form or not has yet to be revealed.





HAMMERHEAD™



HOBGOBLIN I™



HOBGOBLIN II™



HYDRO-MAN™



JACKAL™



KILLER SHRIKE™



HYDRO-MAN

Morris "Morrie" Bench
Professional Criminal

F	A	S	E	R	I	P
EX	GD	RM	MN	TY	GD	RM
20	10	30	75	6	10	30

Health: 135 Karma: 46
Resources: PR Popularity: -4

KNOWN POWERS

Water Transformation: Bench can transform all or part of his body into sentient water that cannot be killed by transformation into vapor. He had developed the following power stunts:

Water Jets: Firing jets of water that do Excellent (20) Force damage and have a range of three areas.

Body Armor: Amazing (50) body armor against physical and Force attacks.

Elongation: He can shoot himself as a stream of water up to three areas, then reform at that location.

Regeneration: He can absorb water to heal himself at the rate of one gallon of water per Health point.

Weaknesses: While in aqueous form, he takes double damage from heat and Energy attacks and can be absorbed by sponges and similar absorbent materials. Such passive attacks do 1-4 points of damage per round.

For some unexplained reason, if Hydro-Man and Sandman come into physical contact, they merge into an imbecilic creature of wet sand. Each must make a Remarkable (30) Psyche FEAT roll to regain his individual form.

TALENTS: Seamanship.

IN BRIEF: Hydro-Man is out to avenge himself on society for turning him into this freak and to make money out of the hand that life has dealt him. He prefers to work in groups.

JACKAL

Miles Warren
Criminal, Biochemistry Professor

F	A	S	E	R	I	P
EX	EX	GD	GD	TY	GD	GD
20	20	10	10	6	10	10

Health: 60 Karma: 26
Resources: GD Popularity: -5

KNOWN POWERS

Claws: The Jackal has razor-tipped claws that do Excellent (20) Edged damage. He sometimes placed poison on the claws as well. The victim of a poisoned claw attack must make an Endurance feat or be knocked unconscious for 1-10 rounds.

TALENTS: Biochemistry.

IN BRIEF: Miles Warren was fixated on Gwen Stacy, Peter Parker's girlfriend. When she was killed, her death was reported by the media as being Spider-Man's fault, so he began his persecution of the web-slinger. Although brilliant in his field of biochemistry, the Jackal was completely insane and would stop at nothing to gain revenge for Gwen Stacy's death.

KILLER SHRIKE

Simon Maddicks
Professional Criminal

F	A	S	E	R	I	P
RM	RM	RM	RM	TY	GD	TY
30	30	30	30	6	10	6

Health: 120 Karma: 22
Resources: TY Popularity: 0

KNOWN POWERS

Body Armor: Killer Shrike wears an insulated steel-mesh bodysuit that provides Excellent (20) protection from physical, Force, and electrical attacks.

Bracelets: Killer Shrike wears talon-shaped blaster bracelets on each wrist. These blasters inflict Incredible (40) Energy damage with a two-area range. The talons are made of Amazing (50) rank steel and inflict Remarkable (30) Edged damage.

Flight: His anti-gravity units allow Killer Shrike to fly at Typical (6) speed (6 areas/round)

TALENTS: Martial Arts A and Military.

IN BRIEF: Killer Shrike is a mercenary in the truest sense of the word. He takes pride in his reputation and if a mission begins to go poorly, he will do everything in his power to come out on top of the situation. Killer Shrike has fought many heroes in the past and holds a grudge against Spider-Man.



KINGPIN OF CRIME

Wilson Fisk
Criminal Mastermind

F	A	S	E	R	I	P
RM	GD	EX	IN	GD	EX	GD
30	10	20	40	10	20	10
Health: 100				Karma: 40		
Resources: EX				Popularity: 0		

KNOWN POWERS

Body Armor: Through his fighting disciplines, he has Poor (4) body armor against physical and Force attacks.

Weaponry: The Kingpin has been known to carry a few weapons in the past.

Walking Stick: This item, made of Remarkable (30) strength material, contains a three-shot laser with a range of two areas, which does Excellent (20) Energy damage. The stick also carries two doses of Amazing (50) potency sleeping gas, that put the target to sleep for 1-10 hours if an Endurance FEAT roll is failed. The sleeping gas has a range of one area.

Minions: The Kingpin rarely travels alone. He maintains an army of goons for practice sessions and for delaying heroes that directly attack his organization.

TALENTS: Martial Arts A, B, C, Wrestling, Business/Finance.

IN BRIEF: Wilson Fisk is an expert manipulator of people. He is able to exploit most situations so that he comes out of it unharmed and unsullied while his adversaries usually end up doing exactly what they set out not to do.

The Kingpin's past is fraught with

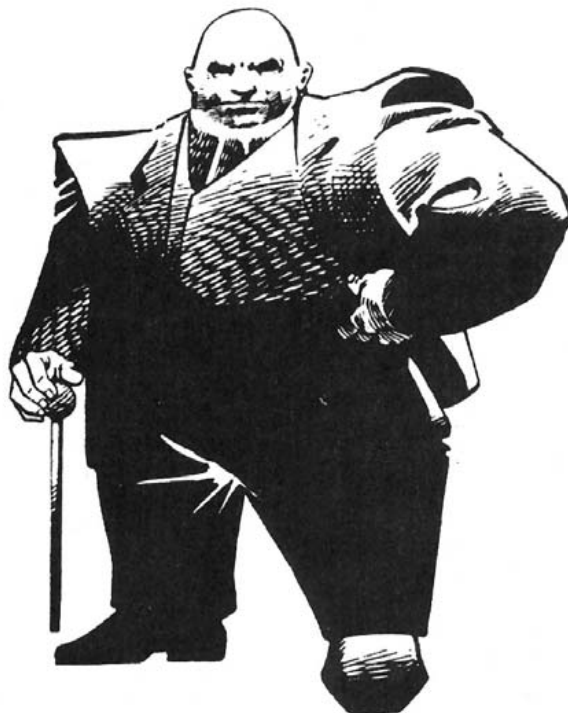
tragedy. After establishing himself as the major player in the New York underworld, he retired to the Orient on the urging of his wife, Vanessa. After a while, Vanessa convinced her husband to return to the U.S. to testify against his former associates. While they were here, a former employee of the Kingpin decided to kill Vanessa to bring the Kingpin back to power in New York. Vanessa was caught in an explosion and thought to be dead.

Thus, with the source of moral restraints removed, the Kingpin rapidly regained control of the city's underground. Vanessa was found

alive, but she lives only as the shell of the woman she once was.

At his zenith, the Kingpin controlled most of the criminal activities on the East Coast. He was extremely careful, making sure that his hands never got dirty in any of his criminal businesses. One area that he never deals with and actively discourages his underlings from doing is dealing drugs.

Recently, the Kingpin has taken a fall from the high tower, as the hero, Daredevil, orchestrated Fisk's downfall. The Kingpin was last seen on the streets of New York, running for his life.



KINGPIN OF CRIME™



KNIGHT AND FOGG

KNIGHT

Malcolm Knight
Enforcer

F	A	S	E	R	I	P
EX	GD	IN	IN	PR	TY	TY
20	10	40	40	4	6	6

Health: 110
Resources: GD
Karma: 16
Popularity: 0

KNOWN POWERS

Alter Ego/Armored Form: Knight can instantly change his clothes and body into a suit of armor that provides him with Incredible (40) protection from physical and Force attacks. This armored form also gives him the following powers:

Growth: While armored, Knight grows to 8'tall.

Sword: Knight has a golden sword that snaps out of a housing in his left forearm. The sword is made of Unearthly (100) material and inflicts Remarkable (30) Edged damage.

Weaknesses: Knight is vulnerable to electricity while in his armored form. Attacks of this type gain +2CS against him. Also, when unconscious or sleeping, he reverts to his unarmored form.

TALENTS: Weapon Specialist (sword)

IN BRIEF: Knight is a man who lives two lives. The first is his life with Fogg, as a contract killer. The other is a quiet life in his Liverpool, England home. While out on missions with Fogg, he follows the letter of the contract, doing no more harm or damage than is necessary to

complete the job. He considers himself to be an honorable man, despite his questionable occupation.

FOGG

Thomas Fogg

F	A	S	E	R	I	P
GD	RM	GD	EX	TY	GD	TY
10	30	10	20	6	10	6

Health: 70
Resources: GD
Karma: 22
Popularity: 0

KNOWN POWERS

Alter Ego/Gaseous Form: Fogg can instantly transform himself into a semi-solid green mist. This gaseous form grants him the following powers:

Density Manipulation—Self: Fogg can manipulate his density with a Good (10) ability, changing his density from Shift 0 to normal body density. This power allows him to solidify parts of his body, such as his hands, while leaving other parts gaseous.

Elongation: Fogg is able to stretch his misty body up to one area away. This Incredible (40) rank power allows Fogg to attack characters in adjacent areas, with strangulation being the common form of attack. A victim of such an attack must make a successful Endurance FEAT vs. Fogg's Strength to remain conscious; failure indicates a roll on the Stun table. Also, Fogg inflicts normal Strength damage during this attack.

Vision Restriction: Due to Fogg's opaque form, the normal vision of anyone surrounded or attacked by Fogg is limited to that person's area

only.

Flight: While gaseous, Fogg can fly at Poor (4) rank (four areas/round)

Weaknesses: While gaseous, Fogg is vulnerable to electricity. This type of attack adds +2CS against him. Also, he reverts to his human form whenever he is unconscious or asleep.

TALENTS: Wrestling.

IN BRIEF: Fogg is a cruel, vicious individual who truly loves his work as an assassin. He enjoys taunting and scaring his victims, before finally attacking them. He is a reliable contract killer.

KRAVEN THE HUNTER

Sergei Kravinov
Hunter, Professional Criminal

F	A	S	E	R	I	P
IN	RM	RM	IN	EX	IN	TY
40	30	30	40	20	40	6

Health: 140
Resources: GD
Karma: 66
Popularity: -10

KNOWN POWERS

Running: Kraven can move four areas/round when running.

Weapons: Kraven employs a number of weapons on his hunts, either carried on his person or hidden in the area in which he is conducting his hunt. The usual weapons are:

Axes: 10 points Edged, throwing damage.

Darts: two-area range, Typical (6) Edged, throwing damage.

Electro-Blaster: Incredible (40) Energy damage, one-area range, not used often.



Knock-out potions: Amazing (50) intensity coating placed on weapons.

Manacles: Remarkable (30) strength, "Hold" result on Grappling attack means victim is chained and must make a successful Strength FEAT roll versus manacles' rank to escape.

Poison Gas: Good (10) intensity, successful Endurance FEAT roll to avoid rolling on the Stun table.

TALENTS: Martial Arts B.

IN BRIEF: Kraven is obsessed with the glory of the hunt and the importance of personal honor in all matters. He holds these ideals as ultimate truths, although in times of stress or when it looks like he may lose a fight, he has been known to throw aside his honor. Kraven died recently.



KRAVEN THE HUNTER™

LIGHTMASTER

Dr. Edward Lansky
Ex-physics professor

F	A	S	E	R	I	P
TY	GD	TY	GD	EX	EX	TY
6	10	6	10	20	20	6
Health: 32				Karma: 46		
Resources: GD				Popularity: 0		

KNOWN POWERS

Flight: Lightmaster's suit enables him to fly at Typical (6) speed (six areas/round)

Light Powers: Lightmaster gains power over visible light through his suit. He has the following powers:

Blind: Amazing (50) intensity flash.

Create Objects: He can create

objects of solid light. The objects have Remarkable (30) material strength and can be projected up to five areas away, doing Remarkable (30) Force damage.

Solid Light Fists: By solidifying light around his fists, he can inflict Remarkable (30) Blunt damage.

Light Cage: This ensnaring attack is of Remarkable (30) intensity and is rolled on the Grappling table.

Energy Absorption: His suit can absorb an Unearthly (100) amount of electrical or light energy without damaging the wearer. Should any greater energy be absorbed, the wearer must make an Endurance FEAT or be transformed into living light. He must maintain its energy level by surrounding himself with light, losing one Endurance rank for every turn that he is in darkness. He still has the powers of the suit in this form.

TALENTS: Physics, Optics, Administration.

IN BRIEF: Lansky is primarily motivated by his hatred of Spider-Man. He longs for vengeance against the hero for defeat at Spider-Man's hands. Lansky, despite his brilliance in science, is prone to stupid mistakes, perhaps because he is mentally unstable.



LIZARD

Dr. Curt Connors
Research Biologist

F	A	S	E	R	I	P
EX	IN	IN	AM	PR	GD	RM
20	40	40	50	4	10	30

Health: 150
Resources: GD
Karma: 30
Popularity: -10

KNOWN POWERS

All of the Lizard's powers are only applicable when the Lizard is dominant.

Alter Ego: The Lizard's alter-ego is Dr. Curt Connors, who has the following stats:

F	A	S	E	R	I	P
TY	TY	TY	GD	RM	GD	TY

Health: 28
Karma: 46

Body Armor: The Lizard's tough skin provides him with Good (10) protection from physical attacks.

Tail: The Lizard can use his 6 1/2' tail to attack, doing Amazing (50) Blunt damage. He is +1CS to hit when using this attack.

Wall-Crawling: Using the claws on his hands and feet, the Lizard can adhere to vertical surfaces with Incredible (40) ability. Also, he can use his claws to inflict Incredible (40) damage on the Edged column.

Reptile Control: The Lizard can communicate with and control all reptiles in a one-mile radius with Amazing (50) ability.

TALENTS: The Lizard—none. Dr. Connors—Biology, Biochemistry, Herpetology (the study of reptiles), and Medicine.

IN BRIEF: Connors is missing his right arm. He is a noted reptile expert, whereas the Lizard is a savage and cunning opponent, intent upon conquering the world and ushering in the new age of reptiles. The Lizard has no interest in human life except for Dr. Connors' wife and son. Even in the Lizard's form, he will strive to protect them. He has a grudge with Spider-Man, but won't let that get in the way of his plans for world conquest.

CARLOS LOBO

Professional Criminal

Human form

F	A	S	E	R	I	P
GD	EX	GD	GD	TY	EX	TY
10	20	10	10	6	20	6

Health: 50
Resources: EX
Karma: 32
Popularity: 0

Wolf form

F	A	S	E	R	I	P
RM	AM	IN	IN	TY	AM	GD
30	50	40	40	6	50	10

Health: 160
Resources: EX
Karma: 66
Popularity: -10

KNOWN POWERS

Alter Ego: Carlos Lobo transforms into a humanoid wolf during the full moon. His powers aren't true lycanthropy, however. They stem from some sort of mutation. Even so, he still shares the same weakness to silver bullets as do true lycanthropes. In his wolf form, Carlos retains his intelligence, but sometimes succumbs to bloodlust.

Claws and teeth: Remarkable (30) Edged damage.

Hypersensitive Senses: Monstrous (75) sight, hearing, and smell.

TALENTS: None.

IN BRIEF: The Lobo brothers were heading for New York city when the Arranger, the Kingpin's right-hand man, decided to stop them from coming to the city without consulting his boss. His plan failed and the criminal brothers took this as an act of aggression on the Kingpin's part. They instigated a gang war that killed Eduardo, Carlos' brother.

Carlos is a very angry man who wants revenge on everyone involved in the death of his brother. He is resourceful and is biding his time until the right opportunity arises for his vengeance.

MAN-MOUNTAIN MARKO

Michael Marko

Enforcer, Professional Criminal

F	A	S	E	R	I	P
IN	EX	AM	RM	PR	GD	GD
40	20	50	30	4	10	10

Health: 140
Resources: TY
Karma: 26
Popularity: -5

KNOWN POWERS

Growth: Because of the Maggia's genetic manipulation, Marko has permanent Feeble (2) growth.

TALENTS: Martial Arts B.

IN BRIEF: Man-Mountain Marko is obsessed with the defeat of Spider-Man. To that end, he has



CARLOS LOBO™



KNIGHT AND FOGG™



LIZARD™



MAN-MOUNTAIN MARKO™



been altered for increased size and strength, yet he still takes steroids to become even stronger.

MIRAGE I

Desmond Charne
Professional Criminal, deceased

F	A	S	E	R	I	P
GD	TY	GD	TY	EX	TY	GD
10	6	10	6	20	6	10
Health: 32				Karma: 36		
Resources: TY				Popularity: -3		

KNOWN POWERS

Bodysuit: All of Mirage's illusion powers are derived from the suit. It allows him to perform the following Power Stunts:
Disguise: Mirage can disguise himself and up to eight other individuals within 1 area.

Warp Light Rays: Affect light waves so as to make himself and the surrounding area appear to be empty space. Maximum area of effect is 75 square feet.

Mirror Images: Mirage can create up to eight simultaneous duplicates of himself within 1 area diameter.

TALENTS: Holography, Handguns.

IN BRIEF: Mirage suffered from an incredible delusion of grandeur. He was brilliant in his field but was unable to recognize his limitations. He basically wanted to take on single opponents, gain a reputation, and pull off successful heists.

MOLTEN MAN

Mark Raxton
Former Professional Criminal

F	A	S	E	R	I	P
EX	GD	RM	MN	TY	GD	TY
20	10	30	75	6	10	6
Health: 135				Karma: 22		
Resources: TY				Popularity: 0		

KNOWN POWERS

Body Armor: Raxton's body is made of metal, giving him Amazing (50) protection from physical and Force attacks and Excellent (20) protection from energy attacks. His steel hard skin allows him to Stun and Slam opponents of up to Monstrous (75) Endurance.

His body armor also provides him with a slippery surface, to which Spider-Man's webbing doesn't stick.

Flaming Form: The chemical in Raxton's body reacts with the air, creating a constant flame inferno around his body. Most of the, this reaction is controlled by Raxton and doesn't occur, but when it does, the following powers are the result.

- Any character hitting the Molten Man without suitable protection takes Excellent (20) damage from the heat.
- Raxton's own attacks inflict Remarkable (30) heat damage.
- He can melt materials of Remarkable (30) material strength or less.
- While in this form, Raxton takes double normal damage from water and water-based attacks.

TALENTS: Lock Picking Talent

IN BRIEF: Mark Raxton was the assistant to Spencer Smythe when they developed a liquid metal alloy. When

Raxton wanted to sell his share in the project, Smythe physically assaulted him, causing him to be doused in the metal alloy. Using his powers, Raxton embarked on a life of crime, continually being frustrated by Spider-Man.

Recently, he has had a change of attitude and is trying to go straight. Whether this will last or not remains to be seen.

MORBIUS

Dr. Michael Morbius
Ex-adventurer, Biochemist

F	A	S	E	R	I	P
EX	EX	RM	AM	RM	EX	GD
20	20	30	50	30	20	10
Health: 120				Karma: 60		
Resources: TY				Popularity: 0		

KNOWN POWERS

Pseudo-Vampirism: Although he is not a true vampire, he still has the cravings for blood. He needs to make a Psyche FEAT roll once a day or be forced to hunt down human prey for their blood. Victims of Morbius became pseudo-vampires themselves unless Morbius gave them the antidote he had developed. Unfortunately, the antidote does not affect Morbius at all.

Gliding: Poor (4) air speed (four areas/round).

Claws: Good (10) Edged damage.

Fangs: Good (10) Edged damage in combat.

Regeneration: Amazing (50) ability to heal damage.

TALENTS: Biochemistry.

IN BRIEF: Michael Morbius is a Nobel Prize-winning biochemist who



discovered that he was dying of a rare disease that was affecting his blood cells. A colleague and Morbius created a fluid that was supposed to slow the progress of the disease, one which was made from the bodies of vampire bats. When Morbius received an electrical shock to attempt to stimulate the creation of more blood cells, the electricity reacted with the bat fluids in his body, transforming Morbius into a creature that resembled the traditional vampire.

Morbius is torn between protecting and killing people. He has opted to attack only people he deems to be evil, such as criminals. Most recently, Morbius sought to cure himself once again of his curse; an unscrupulous doctor injected Morbius with a chemical mixture in an attempt to kill him, but the chemical was tainted by extradimensional demon-blood. This chemical has caused radical changes in Morbius, the full parameters of which will not be known for some time (his statistics above reflect his abilities before this current change).

MYSTERIO

Quentin Beck
Professional Criminal

F	A	S	E	R	I	P
EX	GD	GD	EX	EX	EX	RM
20	10	10	20	20	20	30
Health: 60			Karma: 70			
Resources: EX			Popularity: -15			

KNOWN POWERS

- Helmet:* Made with one-way mirrored glass, this device contains a one-hour air supply.
- Gas Nozzles:* Wrist-and ankle-nozzles in Mysterio's costume can release a variety of fogs.
- Amazing (50) intensity fog
 - Amazing (50) potency knock-out gas
 - Monstrous (75) potency gas that lowers the Intuition of those exposed to it by -4CS, to a minimum of Feeble (2) rank.

Holographic Projectors: Remarkable (30) Illusion-casting and Hypnosis powers.

TALENTS: Special effects, Holography, Engineering, and Robotics.

IN BRIEF: Mysterio has a huge ego and likes to bask in the limelight. Early in his career, Mysterio decided that if he could defeat Spider-Man, then he would gain fame and power. As time has progressed, he has decided that the defeat of Spider-Man isn't as important as it once was.

MR. FEAR

Alan Fagan
Businessman, Criminal

F	A	S	E	R	I	P
TY	GD	TY	GD	GD	EX	GD
6	10	6	10	10	20	10
Health: 32			Karma: 40			
Resources: RM			Popularity: -5			

KNOWN POWERS

- Fear Compound:* This Unearthly (100) intensity gas induces fear in any person, save robots, androids, and nonhumanoid aliens who are immune. Those of less than Unearthly (100) Endurance need a red FEAT roll to avoid this effect, while those of Unearthly (100) Endurance must make a yellow FEAT roll and those of higher Endurance need only a green FEAT roll. Those affected either choose to run away or cower in fear. One gas pellet is sufficient to fill one area.
- Fear Gun:* Mister Fear fires his pellets from this gun with a range of five areas.

Fear Ring: This ring injects a dose of the fear compound into a person. Mister Fear must strike his victim in combat for the ring to work. It inflicts Poor (4) damage and will not penetrate body armor of Typical (6) or better.

Gas Mask: This mask is worn to protect Fagan from making contact with his own gas.

TALENTS: Business/Finance.

IN BRIEF: The fourth man to use the name Mr. Fear, Fagan is a sadistic, conceited man who though he could succeed where others had failed; he was defeated on his first outing as a supervillain.



MYSTERIO™



RHINO™



ROSE™



MOLTEN MAN™



MR. FEAR™



MORBIUS™



RHINO

Real Name Unrevealed
Professional Criminal

F	A	S	E	R	I	P
RM	EX	MN	AM	TY	TY	PR
30	20	75	50	6	6	4
Health: 175				Karma: 16		
Resources: PR				Popularity: -15		

KNOWN POWERS

Body Armor: The Rhino's suit provides Amazing (50) protection against physical and Force attacks, Remarkable (30) protection from Energy, heat, and acid attacks. The horn on the suit CAN do Remarkable (30) Edged damage.

Charging: The Rhino can move up to four areas in a round, but only in a straight line. He receives a +2CS when charging and his armor provides him with Unearthly (100) protection against any damage he might take.

Protective Mask: His mask has been equipped with a field that incinerates Spider-Man's webbing before it touches his face.

TALENTS: None.

IN BRIEF: The Rhino was originally a small-time muscle man for various mobs. Over the years, his primary motivation has been to get out of the armor that he had been imprisoned in by the Leader. Once he freed himself of the Rhino armor, however, a threat by the Kingpin changed his mind, and the Rhino now has a new suit of armor provided by Justin Hammer (though he's not trapped in this suit).

ROSE

Richard Fisk
Criminal Mastermind

F	A	S	E	R	I	P
TY	TY	TY	EX	EX	EX	EX
6	6	6	20	20	20	20
Health: 38				Karma: 60		
Resources: RM				Popularity: -10		

KNOWN POWERS

The Rose has no super-powers, but relies on his equipment and organization to provide him with all the power he needs.

Equipment: The Rose always carries a handgun that does Typical (6) Shooting damage and has a range of three areas. He also possess a number of minigrenades such as knock-out gas, weakness gas, and concussion grenades. These weapons are usually used as a diversion, so that the Rose can make a quick getaway if necessary.

TALENTS: Martial Arts E, Guns, Thrown Weapons, Administration, Gambling.

IN BRIEF: Richard Fisk posed as the Rose to bring down his father's criminal empire. The Kingpin knew of his son's deceit and brought Richard back to work within his organization. Even so, Richard continued to subvert his father's empire, conspiring with another man, one Sgt. Blume, who had taken on the disguise of the Rose. Sgt. Blume donned the mask of the Rose to bring the Kingpin to justice for having his brother killed.

When Blume double-crossed Richard, Blume was killed.

The Kingpin of Crime was toppled, not by anything Richard had done, but by Daredevil. However, Richard attempted to step into the power vacuum and take his father's place. He even had his head shaved to look more like his paternal predecessor.

Other forces were at work, however. A character who named himself the Blood Rose entered the scene, determined to stop Richard from becoming the next Kingpin. In the resulting melee, both Richard and the Blood Rose escaped Spider-Man. The identity of the new Blood Rose is still a mystery.





SCORPION

MacDonald "Mac" Gargan
Professional Criminal

F	A	S	E	R	I	P
RM	IN	IN	IN	TY	EX	TY
30	40	40	40	6	20	6
Health: 150				Karma: 32		
Resources: TY				Popularity: -20		

KNOWN POWERS

Battle Suit: The Scorpion's suit provides him with the following powers:

Armor: The Scorpion suit provides Gargan with Excellent (20) protection against physical and Force damage and Remarkable (30) protection against electrical attacks.

Climbing: Any wall the Scorpion can get a grip on, he can climb with Excellent (20) ability.

Scorpion Tail: His tail is made of Incredible (40) material and can do Amazing (50) Blunt damage when used as a club. When attacking with his tail, the Scorpion gains a +1CS to his Fighting ability.

Leap: By coiling his tail beneath him and using it as a spring, the Scorpion is able to leap three areas. Such a leap gives the Scorpion +3 to his initiative roll.

Plasma Projector: His tail has been modified to contain a low-density plasma projector that can fire 40 blasts. Each blast does Remarkable (30) Energy damage and has a range of two areas.

TALENTS: Detective.

IN BRIEF: This man is a psychopathic criminal, who enjoys the violence of his chosen profession. The Scorpion was first created on the orders of J.

Jonah Jameson, who wanted a person powerful enough to bring Spider-Man to justice. Unfortunately, the creator of the process that brought the Scorpion to life, Dr. Farley Stillwell, belatedly discovered that the process eventually drove the subject insane, which is what happened to the Scorpion. Spider-Man initially defeated Gargan, but the villain keeps returning, usually trying to get revenge on Jameson for transforming him into this creature.



SHOCKER

Herman Shultz
Professional Criminal

F	A	S	E	R	I	P
TY	EX	TY	EX	GD	GD	TY
6	20	6	20	10	10	6
Health: 52				Karma: 26		
Resources: TY				Popularity: -2		

KNOWN POWERS

Body Armor: The Shocker's padded armor and boots give him Good (10) protection against physical and Force attacks and Amazing (50) protection from sonic and vibration attacks, such as produced by his gloves.

Vibro-Smasher Gloves: The gloves (made of Amazing (50) material strength steel) worn by the Shocker inflict Remarkable (30) Energy damage against a foe. The gloves have a range of one area. They can destroy material up to Incredible (40) material strength and are used to open safes by vibrating their sensitive locking mechanisms with a successful FEAT roll.

TALENTS: Inventor and Safecracker.

IN BRIEF: The Shocker has a long-standing grudge with Spider-Man. His motivations are revenge on Spider-Man and greed for as much money as he can steal.



SILVERMANE

Silvio Manfredi

Criminal Mastermind

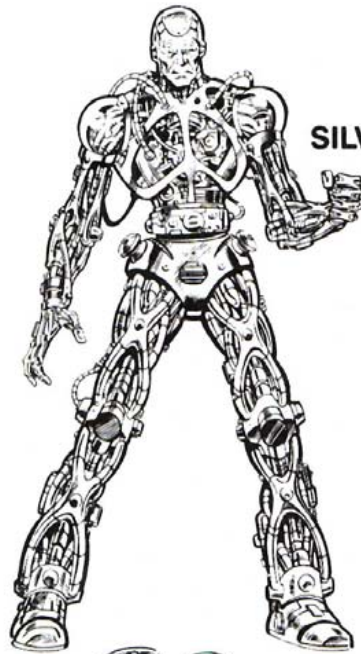
F	A	S	E	R	I	P
EX	GD	IN	AM	EX	GD	EX
40	10	40	50	20	10	20
Health: 120				Karma: 50		
Resources: GD				Popularity: -7		

KNOWN POWERS

Body Armor: The exoskeleton that makes up most of Silvermane's body gives him Incredible (40) protection against physical and Force attacks and Remarkable (30) protection against energy, acid, and cold attacks. The exoskeleton is made from Incredible (40) strength material.

TALENTS: Martial Arts A, Gun, Leadership, and Business/Finance.

IN BRIEF: Silvermane has been obsessed with two things throughout his career, immortality and revenge. He has gained partial immortality with the use of his exoskeleton, but revenge, primarily against Spider-Man and Cloak and Dagger, has eluded him.



SILVERMANE™



SCORPION™



SHOCKER™



SKINHEAD

Edward Cross
Student, Nazi Skinhead

Human Form

F	A	S	E	R	I	P
TY	GD	TY	GD	GD	PR	TY
6	10	6	10	10	4	6

Health: 32 Karma: 20
Resources: PR Popularity: 0

Blob form

F	A	S	E	R	I	P
RM	EX	EX	IN	GD	PR	TY
30	20	20	40	10	4	6

Health: 110 Karma: 30
Resources: PR Popularity: -10

KNOWN POWERS

Alter Ego/Blob Form: Eddie Cross can transform himself into an amoebalike mass of flesh. When knocked unconscious, he reverts to his human form. While he is transformed into his blob state, he has the following abilities:

Elongation: Excellent (20) ability to stretch pseudopods of his flesh up to two areas away.

Growth: Poor (4) Growth power, making him +1CS to be hit.

Plasticity/Body Armor: Amazing (50) protection against physical and Force attacks and Incredible (40) protection against Energy attacks.

Rotting Touch: Excellent (20) ability to dissolve the flesh of anyone he engulfs. Once a victim is engulfed, the target is held with Excellent (20) strength. Each round inside Skinhead, the victim suffers Excellent (20) rank damage.

Wall-Crawling: Skinhead can ooze up

walls at Good (10) rank.
Weaknesses: While within Skinhead, a victim can attack the floating skeleton of Eddie Cross. Consider the skeleton to have the same statistics as Eddie in his human form.
TALENTS: Mideastern Studies (from college).

IN BRIEF: Eddie Cross is an unrepentant racist, filled with hate for anyone who doesn't fit into his idea of racial perfection. He believes himself to be the last hope for racial purity and white supremacy. Skinhead intends to use his powers to further the goals of racism.
Eddie became super-powered when a container of Peter Parker's experimental web liquid was destroyed over his head by the Rocket Racer. The

resulting liquid covered Eddie, eventually giving him the bizarre powers of Skinhead.

SLYDE

Jalome Beacher
Professional Thief

F	A	S	E	R	I	P
GD	IN	GD	GD	EX	GD	TY
10	40	10	10	20	10	6

Health: 70 Karma: 36
Resources: GD Popularity: -1

KNOWN POWERS

Non-Stick Coating: Slyde's costume is covered with an experimental substance that provides him with Monstrous (75) protection against



SKIN HEAD™



SLYDE™



Grappling attacks or against substances sticking to him (such as Spider-Man's webbing). It also gives him Good (10) protection against physical attacks unless a Bullseye result is scored, in which case the protection drops to Poor (4).

Running: Because of the substance, Slyde is able to run at Good (10) land speed (four areas/round).

TALENTS: Chemistry.

IN BRIEF: Slyde's main motivation is to get rich, then live off of the spoils he has gained, and to have fun through the whole process. He is a cocky individual who is confident that he will eventually achieve his goal of riches.

SPIDER SLAYERS

Spider Slayers are machines that were designed to hunt down and kill Spider-Man. The inventors of the Spider Slayers designed each version with the defeat of Spider-Man in mind, so each model has features that negate most of Spider-Man's super powers.

Mark I

F	A	S	E	R	I	P
GD	GD	EX	IN	TY	0	0
10	10	20	40	6	0	0

Health: 80 Karma: 6

KNOWN POWERS

Robotic Construction: Immunity to disease, gas attacks, and psionic attacks.

Body Armor: Remarkable (30) protection against physical and Force attacks,

Excellent (20) protection versus Energy attacks.

Elongation: Feeble (2) ability for legs and arms, can reach one area away.

Remote-Control Guidance: Remote control up to five miles away.

Slick Surface: Amazing (50) protection against Grappling attacks, making it immune to Spider-Man's webbing.

Spider Detection: Spider or spiderlike detection abilities, Shift Y (200) range.

Steel Coils: 20 Amazing (50) material strength coils from chest. Controller must make an Agility FEAT to hit.

Wall Crawling: Feeble (2) rank

Mark II

F	A	S	E	R	I	P
GD	TY	IN	IN	TY	0	0
10	6	40	40	6	0	0

Health: 96 Karma: 6

KNOWN POWERS

Robotic Construction: Immunity to disease, gas attacks, and psionic attacks.

Body Armor: Remarkable (30) protection against physical and Force attacks, Excellent (20) protection versus Energy attacks.

Destructo Beams: Incredible (40) intensity beam from forehead, but only Typical (6) range.

Remote-Control Guidance: Remote control up to five miles away.

Spider Detection: Spider or spider-like detection, Shift Z (500) range.

Wall-Crawling: Good (10) rank.

Mark III

F	A	S	E	R	I	P
EX	AM	EX	IN	TY	0	0
20	50	20	40	6	0	0

Health: 130 Karma: 6

KNOWN POWERS

Robotic Construction: Immunity to disease, gas attacks, and psionic attacks.

Body Armor: Remarkable (30) protection against physical and Force attacks, Excellent (20) protection versus Energy attacks.

Ethyl Chloride: Incredible (40) Intensity knock-out gas, affecting all targets in same area. Failed Endurance FEAT means unconsciousness for 1-10 turns.

Leaping: Remarkable (30) ability (30' up or across).

Lightning Speed: Amazing (50) land speed (eight areas/round).

Remote-Control Guidance: Remote control up to five miles away.

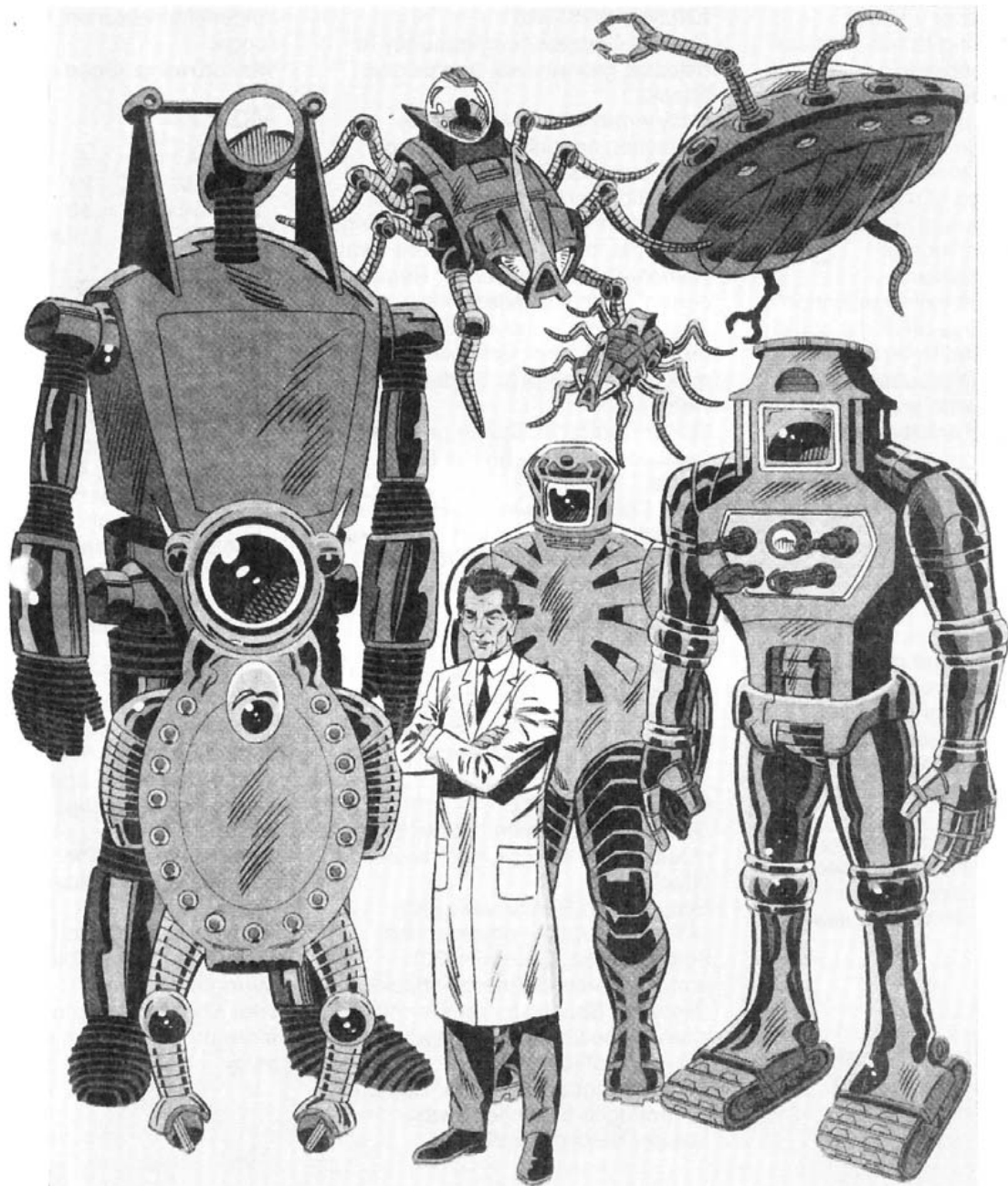
Spider Detection: Spider or spider-like detection, Shift Y (200) range.

Spider-Sense Nullifier: Amazing (50) ability to nullify Spider-Man's Combat sense.

Wall-Crawling: Good (10) rank.

Web Cutter: Incredible (40) material strength pincers.

Web Shooter: Amazing (50) material strength webbing up to one area away.



SPIDER SLAYERS™



Mark IV

F	A	S	E	R	I	P
EX	RM	RM	IN	TY	0	0
20	30	30	40	6	0	0

Health: 120 Karma: 6

KNOWN POWERS

Robotic Construction: Mark IV is a large spider-like machine, in which the controller sits, instead of using a remote control. The vehicle has the following statistics: Control: EX (20), Speed: EX (20), Body: RM (30), Protection: RM (30).

Body Armor: Remarkable (30) protection against physical and Force attacks, Excellent (20) protection versus Energy attacks.

Elongation: Incredible (40) ability to stretch Remarkable (30) Material legs up to one area away.

Spider Detection: Spider or spider-like detection, Shift Y (200) range.

Wall-Crawling: Poor (4) rank.

Web Shooter: Amazing (50) material strength webbing up to one area away

Mark V

F	A	S	E	R	I	P
TY	PR	IN	AM	TY	0	0
6	4	40	50	6	0	0

Health: 100 Karma: 6

KNOWN POWERS

Robotic Construction: Immunity to disease, gas attacks, and psionic attacks.

Body Armor: Incredible (40) protection against physical and Force attacks, Remarkable (30) protection versus Energy attacks.

Flash Beacon: Remarkable (30)

intensity flash of light.

Grapple Claw: A claw and tentacle of Remarkable (30) material strength can reach any target in its area.

Heat Generation: Amazing (50) intensity heat on surface, to incinerate webbing.

Impulse Beam: Excellent (20) Energy blast up to two areas away.

Growth: Feeble (2) permanent Growth, making it +1CS to be hit.

Oil Nozzle: Remarkable (30) intensity oil slick.

Remote Control/Cybernetic Helmet: Controller must wear helmet, which has a five-mile range.

Web Cutter: Incredible (40) material strength pincers, with a one-area range.

Mark VI

F	A	S	E	R	I	P
RM	AM	EX	IN	TY	0	0
30	50	20	40	6	0	0

Health: 140 Karma: 6

KNOWN POWERS

Robotic Construction: Immunity to disease, gas attacks, and psionic attacks.

Body Armor: Remarkable (30) protection against physical and Force attacks, Excellent (20) protection versus Energy attacks.

Leaping: Remarkable (30) Leaping ability.

Mental Control and Guidance: Spencer Smythe mentally controlled this robot up to one mile away.

Spider Detection: Spider or spider-like detection, Shift Y (200) range.

Wall-Crawling: Good (10) ability.

Web Shooter: Amazing (50) material

strength webbing up to one area away.

Mark VII

F	A	S	E	R	I	P
GD	RM	RM	IN	TY	0	0
10	30	30	40	6	0	0

Health: 110 Karma: 6

KNOWN POWERS

Robotic Construction: Mark VII is a large saucer-like machine, resting on eight tentacle legs. The vehicle has the following statistics: Control: EX (20), Speed: RM (30), Body: EX (20), Protection: GD(10).

Body Armor: Excellent (20) protection from physical and Force attacks.

Elongation: Remarkable (30) material strength steel cables with one of the following abilities:

- Grapple Claws: one-area reach.
- Laser Tentacles: Remarkable (30) Intensity laser in any direction.
- Steel Whips: Whip or entangle opponents up to 1 area away.

Flight: Remarkable (30) air speed (15 areas/round).

Resistance to Electricity: Immune to up to Amazing (50) electrical attacks.

Slick Surface: Amazing (50) protection against Grappling attacks, so Spider-Man's webbing won't stick to it.

Tracking System: Track an electronic tracer up to five miles away.

Mark VIII

F	A	S	E	R	I	P
RM	GD	AM	AM	TY	0	0
30	10	50	50	6	0	0

Health: 140 Karma: 6



KNOWN POWERS

Access Claw: to lift Alistair Smith, a paraplegic, into machine.

Body Armor: Incredible (40) protection against physical and Force attacks, Remarkable (30) protection versus Energy attacks.

Chemical Tracer: If a target is sprayed with this chemical, Mark VIII can track it up to Shift Z (500) range.

Elongation: Arms and legs at Unearthly (100) rank, neck at Monstrous (75) rank. Remarkable (30) material strength fingers can be elongated at Remarkable (30) rank.

Ethyl Chloride: Incredible (40) Intensity knock-out gas, affecting all targets in same area. Failed Endurance FEAT means unconsciousness for 1-10 turns.

Headlight: Excellent (20) intensity beacon.

Slick Surface: Amazing (50) protection against Grappling attacks, so Spider-Man's webbing won't stick to it.

STYX AND STONE

STYX

Jacob Eichorn
Assassin

F	A	S	E	R	I	P
TY	GD	PR	TY	TY	PR	GD
6	10	4	6	6	4	10
Health: 30			Karma: 20			
Resources: GD			Popularity: 0			

KNOWN POWERS

Rotting Touch: Styx has the power to cause organic matter to rot and decay with just a touch of his hands. This touch inflicts Amazing (50) damage to

living creatures and affects organic matter, such as cloth, rope, and wood, as if he were attempting to break it with Amazing (50) strength. He must come in contact with the intended victim or item for his power to work.

A side effect of this power is the stimulation of his pleasure centers of his brain when the power is used. The more he kills, the more intoxicated with pleasure he becomes.

Elongation: Styx has the Feeble (2) ability to elongate his fingers up to any target in his area.

TALENTS: None.

IN BRIEF: This villain's only pleasure in life is causing death. Without the influence of his partner, Stone, this man would become a complete raving lunatic, totally out of control.

STONE

Real Name Unrevealed
Assassin

F	A	S	E	R	I	P
EX	GD	GD	RM	TY	TY	TY
20	10	10	30	6	6	6
Health: 70			Karma: 18			
Resources: GD			Popularity: 0			

KNOWN POWERS

Equipment: All of Stone's powers are derived from weaponry and equipment.

Turbo Hopper: Stone controls this flyer with his feet. The statistics for the Turbo Hopper are as follows: Control: EX (20), Speed: RM (30), Body: EX (20), Protection: 0. The Hopper is equipped with a ladder that Stone uses to lower Styx to the ground.

Shoulder Cannons: A pair of multi-purpose cannons rests on Stone's shoulders. The following attacks can be made with this weapon.

- **Adhesive Gel:** Incredible (40) rank Grappling attack that can be fired up to one area away.
- **Chain:** Stone can shoot a length of Remarkable (30) material strength chain up to one area away, which is a Remarkable (30) Grappling attack.
- **Gas Pods:** He can launch gas pods up to two areas away that explode on contact, releasing Excellent (20) Intensity tear gas that fills one area.
- **Knock-out Darts:** The darts can be fired at someone in the same area as himself and are tipped with a Remarkable (30) Intensity knock-out drug.
- **Net:** Excellent (20) material strength net can be shot to entangle targets in the same area as himself. When he uses the net to catch falling objects, consider it a Remarkable (30) rank Grappling attack.
- **Nova Beam:** He can shoot an Incredible (40) intensity heat energy up to a range of three areas.
- **Sonic Beam:** He can fire a beam of coherent sonic energy that is an Incredible (40) Intensity Force attack. It has a range of up to two areas.
- **Strobe Burst:** This is an Amazing (50) intensity flash of light capable of blinding everyone in the same area as he is in.



TALENTS: Weapons Specialist (with shoulder cannons).
IN BRIEF: Stone is a tough individual willing to take on the hardest assignments for the right price. Stone can usually keep his partner in line, but gets frustrated when Styx can't resist the urge to kill everything he meets. Stone is the leader of the pair of villains, providing direction for the deadly power of Styx.

TARANTULA

I-Anton Miguel Rodriguez

II-Luis Alvarez

I Former Government Operative,
Professional Criminal, deceased;
II Government Operative

F	A	S	E	R	I	P
EX	RM	GD	RM	TY	GD	GD
20	30	10	30	6	10	10
Health: 90				Karma: 26		
Resources: GD				Popularity: -4/6 in his own country		

KNOWN POWERS

Spiked Boots: The Tarantula has boots with retractable spikes made of Excellent (20) strength material that inflicts Excellent (20) Edged damage. The original Tarantula also wore gloves with retractable blades made of the same material. The spikes are coated with a poison that was injected when the spike did damage. The first hit with a poisoned spike forces the victim to make a Yellow Endurance FEAT roll or be at -3CS on physical activities for 1-10 rounds. The second

dose of poison requires a second the Yellow Endurance FEAT roll or the victim must roll on the Kill table. The Tarantula has been known to double the dosage of the poison in his spikes but it is not a common occurrence.

Mutated Form: The original Tarantula was mutated into a human-sized spider, with the following abilities:

F	A	S	E	R	I	P
EX	RM	IN	AM	FE	TY	TY
Health: 140				Karma: 14		

In this form, the Tarantula had four extra arms that ended in Good (10) material spikes that inflicted Excellent (20) Edged damage. He was also able to spin a web of Remarkable (30) strength material up to two areas away.

TALENTS: Both Tarantulas have +1CS to hit with their spikes, Martial Arts B and E, Acrobatics, and Military.

IN BRIEF: Both Tarantulas agreed to take orders from their superiors in order to exercise their violent tendencies. The first Tarantula was extremely bloody and was proud to be a mercenary. The second is more loyal to his government, but still enjoys violence.

TINKERER

Phineas Mason

Inventor and Technician for the Underworld

F	A	S	E	R	I	P
PR	TY	TY	GD	IN	EX	GD
4	6	6	10	40	20	10

Health: 26
Resources: RM

Karma: 70
Popularity: -10

KNOWN POWERS: None.

TALENTS: Electronics, Engineering, and Repair/Tinkering.

IN BRIEF: The Tinkerer's only activity is his tinkering and their resultant creations. The Tinkerer has learned from past encounters not to become directly involved with heroes. He designs and creates his inventions for other villains.

TOMBSTONE

Lonnie Thompson Lincoln

Mob Enforcer, Professional Criminal

F	A	S	E	R	I	P
RM	EX	IN	RM	TY	GD	RM
30	20	40	30	6	10	30
Health: 120				Karma: 46		
Resources: EX				Popularity: -5		

KNOWN POWERS

Cold Generation: Feeble (2) cold radiates from Tombstone's skin, chilling whoever he is touching.

Invulnerability: Incredible (40) protection from physical and energy attacks.

TALENTS: Martial Arts B and E, Tumbling, and Resist Domination.

IN BRIEF: Tombstone is the classic bully. He uses his strength and reputation on the streets to force people to do his will. Since gaining his powers, Tombstone has become even more dangerous, as he now



STYX AND STONE™



TARANTULA™



TOMBSTONE™



TINKERER™



VULTURIONS™



has the power to back up his reputation.

VENOM

Edward "Eddie" Charles Brock
Former Newspaper Reporter,
Criminal

F	A	S	E	R	I	P
IN	IN	AM	IN	GD	RM	TY
40	40	50	40	10	30	6
Health: 170			Karma: 46			
Resources: TY			Popularity: -20			

KNOWN POWERS

Symbiote: Most of Venom's powers come from an alien symbiote that is psionically bound to Brock. The symbiote that doubles as Brock's costume, can change its shape and color at Brock's desire, dressing him in any style necessary. Characters adjacent to Venom may try to target the costume at -4CS to hit. The costume has Remarkable (30) Resistance to both Blunt and Edged physical attacks. It has 30 points of Health and recovers 6 points of Health every round it's injured. If the costume goes below 0 Health, it becomes "unconscious" for 1-10 hours. The bond with Brock is of Amazing (50) strength. Any damage taken to the bond is taken by Brock, not the symbiote. The alien symbiote provides Brock with the following powers:

Webbing: The webbing used by Venom is made of a renewable material generated by the symbiote. Venom can fire Amazing (50) strength webbing that sticks to

material with Incredible (40) rank. As long as the webbing is in contact with Venom, he can manipulate it as if it were part of his body. Once separated from Venom, the webbing dissolves in 5-50 minutes. The symbiote can provide enough webbing for an attack every third round. (While swinging, the webbing is reabsorbed, therefore providing an unlimited amount of webbing for traveling.) If the taxed beyond its web-producing limit, the costume takes Good (10) damage.

Wall-Crawling: Venom can adhere to most surfaces with Amazing (50) ability.

Fangs: Venom exhibits a smile with two inch fangs. If he were to bite someone, the fangs would inflict Excellent (20) Edged damage.

Spider Sense Immunity: The costume

cancels Spider-Man's Combat Sense completely. This allows Venom to blindside Spider-Man as well as making Spider-Man -2CS on Dodge and Evade maneuvers.

Skin Armor: Venom's costume blunts the damage to Brock. It provides Typical (6) protection against Blunt physical damage.

Camouflage: The symbiote is able to blend its coloring with the surroundings, providing Venom +2CS when attempting Blindsiding attacks.

Weaknesses: The symbiote is vulnerable to certain forms of attack. When attacked with sonics, it suffers +2CS of damage and when confronted with fire, it suffers +1CS damage.

TALENTS: Journalism.

IN BRIEF: Venom really hates Spider-Man! Fueled by Peter Parker's rejection of the alien symbiote and Brock's hatred of Spider-Man because of the fact that he had written stories claiming that the Sin-Eater was one particular person when Spider-Man revealed him to be another, Venom's main goal in life is to kill Spider-Man. Strangely enough however, Venom holds innocence in high regard and will go out of his way to protect what he deems as danger to any innocent beings.



VENOM™



VERMIN

Edward Whelan

F	A	S	E	R	I	P
RM	EX	EX	AM	FE	TY	PR
30	20	20	50	2	6	4

Health: 120
Resources: FE
Karma: 12
Popularity: -15

KNOWN POWERS

Claws: Remarkable (30) Edged damage

Running: Vermin can speed through alleys, sewers and other enclosed spaces at 4 areas per round.

Enhanced Senses: At a range of two areas or less, his Intuition rises to Amazing (50). He can track with Amazing (50) ability.

Animal Communication and Control: Vermin has the Excellent (20) rank ability to communicate and command rats and wild dogs within two miles.

TALENTS: None

IN BRIEF: Vermin was created to be a vicious psychopath, which he definitely is. He basically lashes out at whatever causes him discomfort, which includes most of the human population on the planet, but most especially Spider-Man.

VULTURE

Adrian Toomes
Professional Criminal

F	A	S	E	R	I	P
EX	RM	EX	IN	RM	GD	GD
20	30	20	40	30	10	10

Health: 110
Resources: TY
Karma: 50
Popularity: -5

KNOWN POWERS

Flight: The Vulture uses an electromagnetic antigravity device of Remarkable (30) strength material to fly. He can fly silently at Typical (6) air speed (six areas/round). By buffeting his opponents with his wings, he can cause Remarkable (30) Blunt damage.

Although the Vulture is an elderly man, the powers within his harness boost his abilities to higher levels. Without his suit, the Vulture's abilities are reduced by -1CS per week for two weeks. However, as soon as he dons his harness, he regains his full statistics instantly.

TALENTS: Electronics and Aerobatics (+1CS for any flying FEAT rolls).

IN BRIEF: The Vulture is an old, bitter man; recently, he learned that his harness has given him cancer, pushing the old man to further bitterness. He is now driven by a need to get revenge upon his enemies before he dies. This has made him a more ruthless and dangerous foe.

VULTURIONS

The Vulturions are four men with harnesses similar to the Vultures. Honcho is the leader of the four villains.

Honcho

Professional Criminal, Leader of Vulturions

F	A	S	E	R	I	P
TY	GD	GD	GD	TY	TY	GD
6	10	10	10	6	6	10

Health: 36
Resources: GD
Karma: 22
Popularity: 0

Pigeon

Professional Criminal

F	A	S	E	R	I	P
TY	GD	GD	EX	TY	PR	PR
6	10	10	20	6	4	4

Health: 46
Resources: GD
Karma: 14
Popularity: 0

Gripe

Professional Criminal

F	A	S	E	R	I	P
GD	GD	GD	EX	TY	PR	TY
10	10	10	20	6	4	6

Health: 50
Resources: GD
Karma: 16
Popularity: 0

Sugar-Face

Professional Criminal

F	A	S	E	R	I	P
GD	EX	GD	EX	TY	PR	TY
10	20	10	20	6	4	6

Health: 60
Resources: GD
Karma: 16
Popularity: 0



KNOWN POWERS

Flight: The Vulturions have flight packs similar to the Vulture's that allow them to fly at Typical (6) air speed (six areas/round). The wings are made of Excellent (20) material strength.

Weapons: The Vulturions use blowguns and darts tipped with a Remarkable (30) potency poison. A victim must make an Endurance FEAT or go to 0 Health. Making the FEAT results in 4 points of damage and -1CS on all FEAT rolls and attacks for 1-10 rounds.

IN BRIEF: The Vulturions main goal is to make money, although they once tried to pummel Spider-Man in an attempt to impress the Kingpin into hiring them. It didn't work and Spider-Man thrashed the group.

WHITE RABBIT

Real Name Unrevealed
Professional Criminal

F	A	S	E	R	I	P
TY	GD	TY	EX	EX	GD	TY
6	10	6	20	20	10	6
Health: 42				Karma: 36		
Resources: EX				Popularity: 0		

KNOWN POWERS

Flight: Her jet boots allow the White Rabbit to fly at Typical air speed (six areas/round). She needs both boots to fly and if one malfunctions or is damaged, she will be forced to land or crash in two rounds.

Weapon Umbrella: From the tip of the umbrella, the following attacks can be made:

- Laser Beam: Remarkable (30) intensity laser.
- Knock-out Gas: Remarkable (30) potency.

Carrots: The White Rabbit also uses razor-tipped carrots that can be shot up to two areas away, inflicting Excellent (20) damage.

Bunny Mobile: The White Rabbit drives a white car shaped like a rabbit, ears and all. Inside, she has 1-5 spare umbrellas, in case the one she is using gets broken or runs out of ammunition.

TALENTS: None.

IN BRIEF: The White Rabbit is a spoiled, rich woman living out her childish criminal fantasies. Wrapped up in her fantasies, she has a careless regard for the lives of innocent bystanders as well as her own goons. To opponents she would show no mercy, yet she would rather flee than fight if overmatched.



VERMIN™



VULTURE™



WHITE RABBIT™



An Adventurous Week

This week-long adventure has been created in a timeline fashion, where certain events will always occur, other have a chance to occur, and still others will only happen if your heroes perform certain actions. Running through the timeline is one main adventure that has a section devoted to it on each day of the week. Other sidelight adventures can be played as heroes encounter them, or the adventures may even be skipped altogether, forcing the heroes to deal with whatever ramifications are produced by missing that event.

It is up to you who will be the GM to read through the entire adventure and familiarize yourself with its contents before you begin play. Remember, this is intended as a structure for you to build upon, not as a hard-and-fast module. Add more encounters if you feel it is necessary or even take some out. We have designed the timeline so you can tailor it to fit your own campaign.

Set-up

Each day has four sections outlined for it; General Events, Main Adventure, Other Heroes and Villains, and Spider-Man Notes. The Spider-Man section is designed specifically for a campaign where one of the players is playing Spider-Man. Although it isn't necessary to have Spider-Man as a player character, the adventure works best if he is included in the week's events. A group of five or six characters, with Spider-Man as one of the group, is the ideal number for this timeline adventure.

If your group has fewer or more

heroes, modify the adventure by adding or subtracting different villains in some of the encounters or by adding to the villain's Karma if you have more heroes, and subtracting Karma if you have fewer PC heroes.

This adventure takes place in New York City. If your campaign does not take place in that locale, just change any names as needed. If Spider-Man is to be involved in this adventure, a reason for him to be in your campaign's city must be found. One option is that Peter Parker has been sent by the Daily Bugle to cover the Symakrian jewel exhibit. This will also place Peter at the museum on Friday night for the climactic confrontation.

Character statistics for the villains and heroes used herein can be found in the "Friends & Foes" section of this book, in the Basic Set Campaign Book, or in one of the MU Handbooks.

General Events

This section is comprised of details and normal events that occur during the week in any big city. A typical event would be a book signing by a famous author, or a small parade commemorating a home team's sports victory. These events are provided to give you a jumping off point for further details in your universe.

An event can be mentioned in passing or can take on a greater significance, depending upon how you handle the situation. For example, if a Hollywood celebrity was the focus of the book signing, a disgruntled fan may show up, and a hostage situation would arise for

your heroes to deal with. Maybe one of your heroes is a fan of this celebrity and decides to get an autograph. This time, a disgruntled opponent of your hero may show up and spoil the party. Use these events to spark your imagination and to create a more detailed universe.

Main Adventure

The Chameleon has hatched another diabolically clever plan, involving disguise, deceit, and thievery. He has decided to gather a group of villains together, supposedly to band together as a super-powered team dedicated exclusively to their personal monetary gain. He will pass himself off as the Jackal, a deceased Spider-Man foe, keeping his true identity a secret to all of his "teammates."

The real plan is only known to the Chameleon. After a few minor jobs done separately during the week, like knocking off a bank and a jewelry store, the Chameleon has set the group up to raid a museum at the end of the week, only it's not just your average museum. The crown jewels of the Symkarian government are on display at the Williams' Museum (acclaimed for its European historical and architectural collections), to be shown to the select few able to afford the outrageous ticket price for the one-night exhibition.

On the surface, it appears that it's another super-villain group out to grab some cash. However, the Chameleon has kept his identity a secret just for this occasion. Just as



the chaos from the inevitable battle gets out of control, the Chameleon, in his disguise as the Jackal, grabs as many of the jewels as possible, ducks under the closest table, and uses his real powers to disguise himself as one of the patrons. His plan is to escape with the rest of the fleeing crowd, avoiding all contact with any super-powered characters. Whether this decidedly nefarious villain gets away with this plan is up to your players!

Each day during the week, the Chameleon, in the guise of the Jackal, makes one move toward gathering his team together. The Chameleon picked the Jackal because this villain had been reported killed, so the real Jackal won't be showing up to ruin his plans. Also, if Spider-Man happens to catch sight of him, the identity of this past villain should shake the hero up enough that the Chameleon can make good his escape. If the your players miss the first two of these encounters during the week, the Chameleon will actually start tipping off the authorities, anonymously of course. It is vital to his plan that there be significant super-powered opposition on Friday night, so there will be enough confusion for him to easily slip away.

The difficulty of the fight at the end of the week depends partially upon the success of the players during the week in foiling the Chameleon's recruiting program and the small jobs that the solitary teammates are sent out on.

Other Heroes and Villains

There is always super hero activity

going on in New York city. This section chronicles what other significant heroes and villains are doing each day. Your characters may interact with them, or they may not. It depends on how each day's events occur in your particular campaign. Feel free to modify the days and times to suit your own needs.

If one of your players is playing a hero who is featured in one of these sections, just substitute another appropriate hero. Wherever possible, we've indicated a suitable replacement for a featured hero or villain. Feel free to substitute appropriate NPC heroes and villains from your campaign if it does not take place in New York city.

Spider-Man

This section contains events in the normal and heroic life of Peter Parker. This occurs on Saturday, before the actual adventure even begins. Read this section to the player who is playing Spider-Man, if he is to be involved in this adventure.

"While out swinging on his web-line, Spider-Man was caught in a short late-summer downpour. Chalking it up to the typical Parker luck, he decided to head home and get inside before becoming totally soaked. Too late to avoid the soaking, he opted for a nice warm shower once there.

"Once at home with his wife, Mary Jane, Aunt May called and reminded the Parkers that they have a dinner date at her house on Wednesday night."

Overall Notes

This adventure takes place in late summer or early fall. The general weather goes from drizzly and cool at the beginning of the week to warm and wonderful at the end. The city is enjoying an unusually quiet time in its usually tumultuous existence—something which is about to change ...





Sunday

The weather has cleared up a bit from yesterday but it is still overcast with some light drizzle.

General Events

There is a small travelling carnival at Buchanan Park, there for one day and night. Among the minor disturbances that may occur here are pick-pocketing, minor theft, and rigged carnival games.

Main Adventure

7:30 a.m.: Pierce Photo was robbed in the early morning hours today. All of the negatives and all the film in the store was taken as well as all the cash on hand. The proprietor, Jake Conrad, says that he was cleaned out completely. Heroes out in the morning may see the two police cars parked in front of the store or they may hear news of it during the day.

The Chameleon has a reason for this theft. Since the Symkarian royal exhibit is limited to only those people invited, a few photographers (perhaps including one Peter Parker) were let in early to take pictures of the priceless exhibit for sale at the front desk at the museum. One of these photographers has his film developed at Pierce Photo. The Chameleon needs to view the basic layout of the scene before Friday and he figured that this would be the easiest way to procure that information. Posing as the Jackal, he sent two thugs to the store to steal every piece of film in the store.

If the heroes question the

proprietor, Jake, or talk to the police about what they've learned so far, they'll find out that all his records have been stolen, as well as any photos waiting to be developed. If asked, he'll only be able to remember four or five different groups of photos that had been recently developed, but nothing concrete. All of the recollected photos are of birthday parties and vacation trips. There are no other clues for the heroes on the scene.

Other Heroes and Villains

1 p.m.: The Vulturions, recently released from jail, try to rob the two-story jewelry store on the corner of 10th and Buchanan. They count on the midday traffic to cover their entrance and slow any pursuit.

Their plan is very straightforward. They plan to fly through the front plate glass window, grab as much loot as possible, and fly away to their hideout in the countryside. The civilians and police present will not be able to offer much resistance.

Since they fly to and from the scene of the crime, they are very visible in the sky. A passing hero has a good chance of spotting them before or after the robbery.

Spider-Man

Peter Parker has the sniffles as a result of his being caught in the rain the day before. Mary Jane has picked up a last-minute modeling job and is out on the shoot for the whole

day. This leaves him free to adventure as Spider-Man as much as needed today.

Monday

The rain has ended, but it is still chilly and damp outside. The sun is starting to peek out from behind a few straggling clouds.

General Events

4 p.m.: Two men at the construction site on 11th Avenue are buffeted by a freak wind, slip on a wet girder, and almost plummet to their deaths from the 9th floor. They are hanging on a beam ten feet out from the structure and can only hold on for about five more minutes.

A general alarm goes up. The fire department is alerted, but they will not arrive before the men fall. Will the heroes be able to respond in time?

9 p.m.: A nighttime mugging occurs. A tourist couple wandered to the wrong part of town, down 11th Street near the docks, and have run into a group of four young men. The woman is able to let out a scream before the gang threatens their lives. All their valuables will be stolen.

Mugger

F	A	S	E	R	I	P
GD	GD	TY	GD	TY	TY	TY
Health: 36				Karma: 18		
Resources: PR				Popularity: -1		

Each mugger has a switchblade. One has a handgun, but isn't



experienced in its use.

One of the muggers knows about a confrontation between two gangs that will be held on Wednesday night. He'll reveal this information if he is caught and interrogated on the scene by a PC hero.

Main Adventure

10 a.m.: The Chameleon, disguised as the Jackal, attempts a breakout at the Metro Temporary Holding Building. (See the map on the inside cover of this book for the layout of this building.) The villain, Man-Mountain Marko, is being held there, pending his current trial. The Chameleon easily infiltrates the facility by taking over the identity of a policeman, but the alarm is set off when Marko wastes time to slug a guard on the way out. It seems this man had irritated Marko during his time there. The Chameleon, sensing that things are about to go wrong, changes his appearance when Marko isn't looking to that of one of the guards and works his way out of the building.

Meanwhile, the alarm has gone out over the police-band radio, alerting all officers in the area. The converging police vehicles will give the players a clue that something is happening, even if they don't have access to a police-band receiver.

Marko has made it to the lobby of the facility and will escape unless the heroes arrive on the scene quickly. His approach to combat is slug it out until there is only one person standing.

The Chameleon stays around in the disguise of a bystander, to see

whether or not Marko gets away. If he does, the Chameleon will contact him later in the day and the heroes will get another chance at the Man-Mountain Marko later in the week.

Other Heroes and Villains

2 p.m.: Captain America is giving an anti-drug lecture at Buchanan Park. If the players are in good standing with the law in your campaign, the Captain would welcome them to join him on stage and say a few words about the evils of drugs.

An unfortunate mugger from another park of the park comes running into this area followed by screams of, "Stop that Man! Mugger!" This unfortunate man is holding a small knife, but otherwise has no other weapons. (Alternate hero—Hawkeye)

8 p.m.: Janet Van Dyne, known to the world as the Wondrous Wasp, is attending the opera, *Il Travatore*, this evening.

Spider-Man

Spider-Man still has the sniffles from, but it isn't serious enough to affect him.

If Peter Parker stops by the Daily Bugle, he will find out that he has an assignment on Friday night, to photograph the exclusive, one-night only showing of the Symkarian Royal Jewels at the Williams' Museum. It is a black-tie affair, and his wife has been invited as well.

Tuesday

Today is the first sunny day of the week.

General Events

9:30 a.m.: There is a car crash at the corner of Pierce and 10th involving two cars. The driver's side of the car that was hit is crushed, and the trapped driver needs to be rescued before the gasoline leaking from the car catches fire and the gas tank explodes. The longer it takes, the more likely it is that the gas tank explodes.

The other driver is stunned, but has only cuts and bruises and is able to stagger away from the cars.

9:15 p.m.: A man climbs out of the water at Newton's Pier, dries himself, changes to street clothes in the alley and wanders off into the night. This man is an advance scout for the undersea kingdom of Atlantis, sent to gather information about this section of New York, for a possible future invasion. The man has three pills, each giving him the ability to breathe out of water for twenty-four hours.

This Atlantean is extremely interested in any super-powered people in the area and will hurry to any scene that involves super-powered individuals. There is a small chance that he may be seen and recognized by your characters, because he will attempt to show up at every public encounter that they have.

On the slight chance that he is caught, this man will boast of his mission and claim that he has diplomatic immunity because of his



Atlantean citizenship. He will claim that he was sent as a goodwill ambassador to the city. Regardless, if he doesn't return to Atlantis in a week's time, the city better be prepared for an onslaught of monstrous proportions.

Main Adventure

7:30 p.m.: If any of the heroes have contacts on the street, they could have picked up that there is a meeting of two supervillains at the Bar-For-All Bar down near the waterfront on the corner of Grant and 11th.

In disguise, the Chameleon has arranged a meeting with Hydro-Man at the Bar. They will be talking amicably if the heroes come into the bar.

Upon sight of the costumed adventurers, Hydro-Man will instantly attack, providing a chance for the Chameleon to dive under the table and switch identities to an average bar patron. He will escape, whether Hydro-Man makes it out or not. They have already arranged another meeting place for later in the week. Hydro-Man will keep this meeting if he escapes from the heroes.

Hydro-Man plans on fighting for a few rounds, just to get out his frustration at being interrupted. Then, he plans to jump into the water off the dock and float away from the heroes, content that he has frustrated their attempts to capture him. The heroes have five rounds to stop Hydro-Man before he tries his escape attempt.

Other Heroes and Villains

Eddie Brock visits the Daily Bugle, looking for an old notebook he had left in his old desk. The notebook contains old telephone numbers that Brock needs for a current job.

Unfortunately for everyone involved, one of the employees of the Bugle, Glory Grant, recognizes Brock and screams. Convinced that he can't finish this errand quietly, Brock transforms to his villainous identity of Venom and starts demanding that his notebook be returned to him. No one on this floor has any idea what Venom is looking for, which only serves to infuriate the villain even more.

Finally, Venom decides to take everyone in the room hostage until his notebook has been delivered to him. People included in the hostage group are J. Jonah Jameson, Robbie Robertson, Kate Gushing, and Glory Grant. Ms. Gushing realizes what Venom is looking for and is allowed to call the 2nd-floor storage room. She tells the attendant to start looking for a box labeled "Brock" that contains all of Brock's remaining personal items.

By now, the police have been notified and the television has broadcasted a special report of the siege at the Daily Bugle. If your heroes respond to the crisis, see the poster map for the layout of the Daily Bugle newsroom. Venom is standing near the front of Jameson's office, in order to keep a good view of everyone in the room.

Spider-Man

His cold is getting worse, but Peter is still able to do his web-slinging duties unimpaired. Peter and MJ are scheduled to have dinner at Flash Thompson's place tonight.

Wednesday

This is the best weather you've had all week; clear, sunny, and warm for this late in the year.

General Events

This is Police Appreciation Day in this part of the city. There is a parade planned, starting on Johnson Street going to 11th, up to Pierce, where there is a small podium set up next to the Metro Holding Facility for a short ceremony.

In the classified section of the Daily Bugle, there is an ad that states "Slyde, Boomerang, and Rhino meet me at the water's edge off of Pierce 7:30 p.m. Thursday."

Main Adventure

10 a.m.: The Chameleon has gotten a hold of the Shocker's gauntlets and padded costume and has found another person to use them. Before allowing him to come on the mission later in the week, however, the new Shocker has to prove himself by robbing a bank.



The New Shocker

James Daniel

Small-time Criminal

F	A	S	E	R	I	P
TY	GD	GD	EX	TY	TY	TY
Health: 46			Karma: 18			
Resources: PR			Popularity: 0			

The Shocker chooses a small bank, Owner's Trust, on Grant Street. Because of his inexperience, the Shocker just gets out of a car and walks into the bank. The manager pushes the silent alarm before the brightly clad villain even gets through the front door.

Anyone in a three-block radius is able to hear the police sirens and see the police cars heading toward Grant Street.

The Shocker, intent on his crime, follows through with his plan and takes as much money as he can carry. He rushes out the door to find police cars turning the corner at both 11th and 10 Streets. He throws the money into his car and lets loose with his gauntlets.

The Shocker will fight until he is knocked out, using his gauntlets indiscriminately. The challenge to the police and the heroes is to keep the villain from killing any of the bystanders.

7 p.m.: At the docks, two rival gangs, the Karmas and the B'n'Guts, face off with knives and chains. There are six Karmas facing seven B'N'Guts.

Typical Gang Member

F	A	S	E	R	I	P
GD	GD	TY	GD	PR	TY	PR
Health: 36			Karma: 14			
Resources: PR			Popularity: 0			

Spider-Man has a high chance of seeing the situation brewing while he is swinging home to get ready to go to his Aunt May's for dinner. Other characters may have heard the news of this small fight from any contacts on the streets.

If any of the heroes, especially Spider-Man, interfere and stop this fight, the remaining members of the gang, one from each side, will band together and hire a villain to fight the heroes later in the week. These two men were posted as sentries at street level, and escape the notice of the intervening heroes.

Other Heroes and Villains

The Avengers show up for the Police Appreciation Day parade. If any of your characters are a member of the Avengers, (such as Spider-Man) they should show up for this public event. Definite attendees are Captain America, Vision, Sersi, Hercules, Black Widow and the Wasp. They will ride together in the parade and make speeches at the end of the ride.

Spider-Man

Peter Parker has a full-blown cold now, reducing all his stats -1CS. When he and MJ finally arrive at Aunt May's home for dinner, she chides him for working as hard as he does. He is such a frail child!

Thursday

This is another sunny, clear day.

General Events

A fire hydrant on the corner of 9th street and Buchanan bursts, causing flooding and a traffic backup for about two hours. Tempers flare as the traffic is backed up for blocks, but the situation is resolved by city workers.

Main Adventure

7:30 p.m.: The Chameleon has placed a classified ad for Wednesday and today stating: "Slyde, Boomerang, and Rhino, meet me at the water's edge off of Pierce 7:30 p.m. Thursday." At the end of Pierce Street, the Chameleon, in his disguise, will be hidden in the construction site, waiting for whoever shows up. Slyde and Boomerang show up and, provided no heroes are in sight, the Chameleon will make contact and will successfully recruit the two supervillains.

If any heroes are in sight, the Chameleon will stay out of the fray and will leave his hiding spot only after everyone else has left the scene.

Other Heroes and Villains

The Scorpion, having been recruited by the Chameleon in secret earlier in the week, decides to exact one bit of vengeance before fully committing to a team—getting even



with J. Jonah Jameson. The Scorpion uses his usual tactic, storming the Daily Bugle offices and holding Jameson hostage while he rants and raves. Either the heroes or Spider-Man should appear on the scene to help the old, curmudgeonly publisher out of this current jam.

The Daily Bugle has just about recovered from the attack by Venom, so the 17th floor is back to its normal layout.

The Scorpion will try to escape out the window whenever heroes arrive, saying that he "... will see all of you heroes soon," while he climbs up the side of the building to a waiting helicopter.

Spider-Man

On the set of Mary Jane's soap opera, a light fell and almost hit three members of the crew, including MJ. This is an actual accident, though, without any serious implications. It gets Peter nervous when he hears about it however.

Spider-Man still has his cold, along with the accompanying penalty of -1CS. Peter Parker has been assigned to cover the Symkarian Royal Jewels exhibit. Today, he receives a reminder call and an update from the Bugle that the paper's gossip columnist wants as many photos of the celebrities in attendance as possible.

Friday

This day is almost identical to the one previous, warm and sunny.

General Events

There is a big crowd of reporters and camera crews outside the Williams' Museum this evening, interviewing all the celebrities entering the building. Peter and MJ get stopped so the reporter can interview MJ. As an actress, she garners a lot of attention, while Peter doesn't attract too many reporters. One asks him how his book about Spider-Man, "Webs: The Spider-Man Dossier," is doing, however.

Main Adventure

This is the big night for the Symkarian government and for the Chameleon's group.

The first stop in a nationwide tour for the Symkarian Crown Jewels begins tonight at the Williams' Museum. The Symkarian government is hoping that this exhibit will bring much needed money to their government budget. Silver Sable and the Wild Pack, citizens of Symkaria, have been assigned to guard the priceless jewels. On hand are Silver Sable, three regular Wild Pack members, and two members of the Outlaws: the Sandman and the Prowler. All of these NPCs are positioned in the wings of the exhibit.

The Chameleon has managed to recruit the second Tarantula and Chance in addition to any other members that he had gained over the week. Potentially, the force of villains to be faced this night could be the Chameleon, Scorpion, Chance, Tarantula, Hydro-Man, Man-Mountain Marko, Slyde, and

Boomerang.

See the map on the inside cover of this book for the layout of the Williams' Museum and for the suggested placement of the NPC heroes.

The villains come in through the roof, right above where the jewels are displayed. The Chameleon tries to grab as many of the jewels as possible while his partners hold off the members of the Wild Pack, the Outlaws, and any heroes. Of course, the Chameleon has no intention of sharing the booty, and will try to escape as soon as possible by hiding under a table and changing his disguise to a patron of the exhibit.

Possible Scenarios

- Peter Parker is stuck in the crowd and has to use his powers without anyone else seeing that he's doing something.
- Peter's Spider Sense goes off when a patron runs by after the fight has begun. This would be the Chameleon running off with many of the jewels.
- If the Chameleon is successful in escaping and the villains are defeated, Silver Sable will insist that they go outside and look for the culprit. Spider-Man will have an idea that only the Chameleon or Mysterio would be able to pull an escape like that.

Other Heroes and Villains

9 a.m.: The Rhino is at the construction site on Pierce Street, demanding that the heroes show themselves. He has been paid by the



gang members from Wednesday night to get revenge upon the people who defeated the gangs. He is threatening to charge the main supports of the partially constructed building and bring the structure down.

If the heroes didn't interfere with the gang fight on Wednesday, then this encounter doesn't occur.

Spider-Man

Peter Parker and his wife, Mary Jane, spend the late afternoon getting ready for the black-tie affair at the Williams' Museum. Peter's cold is going away and so has the penalty he had with it.

Saturday

The weather today is gorgeous, sunny, and actually hot.

General Events

In the aftermath of last night's confrontation, many possibilities exist for play. If the heroes were successful in preventing the theft of the Symkarian jewels, they will be "Honored" as below. If they were unsuccessful, they still some work ahead of them—especially if Silver Sable has anything to say about it. See "Other Heroes and Villains" below.

Main Adventure

If the Chameleon escaped during last night's event, then the following happens. If not, skip to the section titled "Honored" below.

Having successfully pulled off his

plan, the Chameleon can't resist one final piece of mischief. The Chameleon and J. Jonah Jameson have a past history of enmity, so the Chameleon has decided to place the blame of this heist directly at Jameson's feet.

Using the disguise of Thomas Fireheart, former publisher of the Daily Bugle, the Chameleon gains access to JJJ's office when JJJ isn't there. The Chameleon plants two of the jewels in JJJ's desk drawers and leaves after a short time. If JJJ does show up, the Chameleon will make up a quick cover story and leave quickly.

Honored

If the heroes managed to stop the jewel heist, the Symkarian government will officially honor them in a public ceremony on the steps of the Williams' Museum. They receive a small medal, bestowed upon them by Silver Sable, pinned to each one's costume. Stating that the heroes have the undying gratitude of the Symkarian people, and that they are henceforth always welcome in the country of Symkaria, Sable leads the crowd in a heart-warming round of applause.

Other Heroes and Villains

If any of the villains escaped last night's battle, the heroes may try to track them down and capture them. If the Chameleon escaped as well, Silver Sable will demand the heroes assist her in the

search for him and the jewels.

Spider-Man

In the chaos of the evening before, Peter lost his camera. No one has seen it since, so all the photos that he had taken are gone. He has to go face the wrath of a beleaguered J. Jonah Jameson and tell him that the Bugle won't be getting those exclusive photos after all.





Future Storyline Tips

Here are some tips for further adventures stemming from events of this week. You can certainly come up with even more ideas, based on how your own campaign played out during the past seven game days, but these should get you started.

- What kind of report did the Atlantean file?
- If the Atlantean was captured, what is Atlantis going to do about it? (Probably launch a large offensive against the city of New York, unless he is set free quickly.)
- What is JJJ going to do with the gems in his desk?
- Thomas Fireheart, better known as the Puma, finds out that someone looking like him entered the Daily Bugle offices. Because his honor demands it, he has to find out who it

was and why he was there.

- If the Chameleon did get away, where did he go, and what is he going to do with the Symkarian jewels?
- What really happened to Peter Parker's camera? Could an unscrupulous character have found the camera, developed the photos, and found some incriminating evidence in the pictures that were developed?
- What if the medals that Silver Sable pinned on you were actually homing beacons or communication devices? She will be calling soon to ask you to do some work for her.

Karma Awards

Since the course this adventure can take could change drastically from one campaign to the next, the following awards are general guidelines. Modify,

add, and subtract points as you see fit, and please reward your players well for good role-playing. That's what this is all about.

Stopping Man Mountain Marko's escape:	+25 Karma
Saving the Men at the Construction Site:	+20 Karma
Stopping Venom's Rampage:	+30 Karma
Capturing Hydro-Man:	+20 Karma
Saving the Jewels from the Chameleon:	+75 Karma
Failing to save the Jewels:	- 20 Karma
Each captured villain at the museum:	+15 Karma